

**NOTICE OF REGULAR MEETING
OF THE CAREFREE TOWN COUNCIL**

WHEN: TUESDAY, DECEMBER 7, 2021

WHERE: ZOOM WEB <https://us02web.zoom.us/join/3229729660>
MEETING ID: 322 972 9660*

TIME: 5:00 P.M.

Pursuant to A.R.S. 38-431.02, notice is hereby given to the members of the Town Council of the Town of Carefree, Arizona and to the general public that the members of the Town Council will hold a meeting open to the public. For any item listed on the agenda, the Council may vote to go into Executive Session for advice of counsel and/or to discuss records and information exempt by law or rule from public inspection, pursuant to Arizona Revised Statutes §38-431.03.

The agenda for the meeting is as follows:

CALL TO ORDER

ROLL CALL

A members of the Council may participate by technological means or methods pursuant to A.R.S. §38-431(4).

PLEDGE OF ALLEGIANCE

CONSENT AGENDA

All items listed hereunder are considered to be routine by the Town Council and will be enacted by one motion. There will be no separate discussion of these items unless a council member so requests, in which event the item will be removed from the consent agenda and will be discussed separately:

- ITEM #1** Approval of the October 5, 2021 Town Council Regular Meeting Minutes.
- ITEM #2** Acceptance into the public record of the November, 2021 paid bills.
- ITEM #3** Acceptance of the cash receipts and disbursements report for September, 2021.

CALL TO THE PUBLIC

- ITEM #4** Call to the Public: Consideration of comments from the public. Pursuant to Section 2-4-7(G) of the Town Code and A.R.S. 38-431.01(H), those wishing to address the Council need not request permission in advance. The public may address the

Council on matters not on the agenda. At the conclusion of an open call to the public, individual members of the public body may respond to criticism made by those who have addressed the public body, may ask staff to review a matter, direct staff to study the matter, reschedule the matter for further consideration and decision at a later date, or may ask that a matter be put on a future agenda. However, the Council may not discuss or take legal action at this time. Please limit your comments to not more than 3 minutes.

REGULAR AGENDA:

ITEM #5 Current Events.

ITEM #6 Presentation by Les Hardy regarding the Wheels and Wings event in April, 2022.

ITEM #7 Review, discussion, and possible action to Approve Resolution 2021-12 updating the Multi-Jurisdictional Hazard Mitigation Plan.

ITEM #8 Review, discussion, and possible action to consider approval of Resolution 2021-17 for a Major General Plan Amendment of approximately 21 acres from Very Low Density Residential (VLDR) to Special Planning Area (SPA) to allow for a future hospitality use with possible ancillary retail. The property is generally located at and adjacent to the Northwest Corner of Carefree Highway and Tom Darlington Drive.

This is a public hearing and public comments will be taken.

ITEM #9 Review, discussion, and possible action authorizing the Mayor to enter into contract with Copper State Pavement Inc. and authorization of Capital Improvement Project Funds for the Street Maintenance Project.

ITEM #10 Review, discussion, and possible action to approve temporary improvements for the existing crosswalk located at Ridgeview Place/Ho Road.

ITEM #11 Approval of street closures for Thunderbird Artists' 29th Winter Carefree Fine Art & Wine Festival from 5:00 p.m. Thursday January 13, 2022 through 6:00 p.m. Sunday, January 16, 2022 and the 27th Annual Spring Carefree Fine Art & Wine Festival 5:00 p.m. Thursday, March 17, 2022 through 6:00 p.m. Sunday, March 20, 2021. Road closures include Hum and HoHum Road, Easy Street, and Sundial Circle as shown in the attached map. Council approval tentative based upon COVID-19 state guidelines.

ITEM #12 Discussion and possible action to go into Executive Session in accordance with A.R.S. § 38-431.03(A)(3) for discussion or consultation for legal advice with the Town Attorney.

ITEM #13 Adjournment.

DATED this 30th day of November, 2021.

TOWN OF CAREFREE

BY: Kandace French Contreras
Kandace French Contreras, Town Clerk/Treasurer

Items may be taken out of sequence

*Due to the risks to public health caused by the possible spread of the COVID-19 virus at public gatherings, it has determined that public meetings will be indefinitely held through technological means. Meetings will be also open to the public through technological means. In reliance on, and compliance with, the March 13, 2020, Opinion issued by Attorney General Mark Brnovich, the Carefree Water Company provides this special advance notice of the technological means through which public meetings may be accessed. While this special notice is in effect, public comment at meetings will only be accepted through written submissions, which may or may not be read aloud during meetings.

Join Zoom Meeting:

Click on the following link or cut and paste it into your browser:

<https://us02web.zoom.us/j/3229729660>

Or go to <https://www.zoom.us/join> Meeting ID: 322 972 9660

A password is not required.

By phone:

Please call 1-253-215-8782

**TOWN OF CAREFREE
INFORMATION SUMMARY**

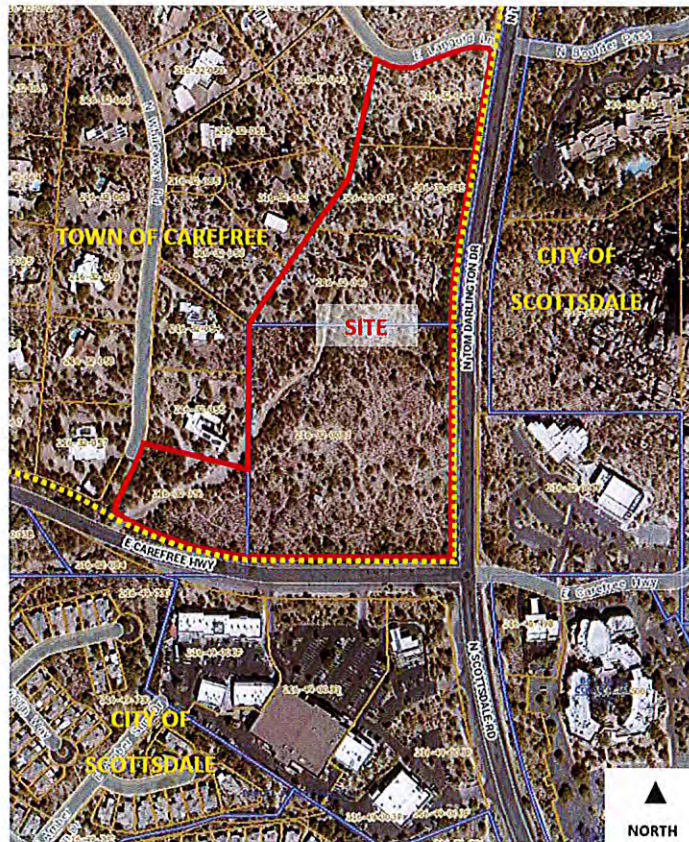
MEETING DATE: *December 7, 2021*

SUBJECT: *Major General Plan Amendment, Case #21-03-GPA*

Discussion and possible action to consider a request for a Major General Plan Amendment of approximately 21 acres from Very Low Density Residential (VLDR) to Special Planning Area (SPA) to allow for a future hospitality use with possible ancillary retail. The property is generally located at and adjacent to the Northwest Corner of Carefree Highway and Tom Darlington Drive. The property is more specifically described as Maricopa County Assessor's Parcel Numbers 216-32-056, 216-32-008J, 216-32-046, 216-32-045, and 216-32-044. This is a public hearing and public comments will be taken.

SUMMARY:

The land use amendment request encompasses approximately 21 acres of vacant land and is located at and adjacent to the Northwest corner of Carefree Highway and Tom Darlington Drive.



The 5 parcels are designated on the General Plan 2030 Land Use Map as Very Low Density Residential (VLDR). See Exhibit A. The parcels are bounded by Carefree Highway to the south;

Tom Darlington Drive to the east; developed residential lots to the west (Carefree 3B subdivision) and Languid Lane to the north. 4 of the subject parcels lie within the Carefree 3B plat; the corner 10-acre parcel is unsubdivided, vacant property.

In August of 2017, the Town held a joint meeting of the Carefree Town Council and Planning and Zoning Commission. The meeting also included members of the Long Range Financial Planning Committee and Town staff. The discussion focused on developing strategies to continue to meet the Town's financial responsibilities as it pertained to land use and future development of Carefree's "remnant" or infill properties. At the meeting, it was discussed that the Northwest Corner was a viable location for a mixed-use development due to its proximity to major traffic routes and adjacent existing residential.

More recently, the Carefree Town Council adopted by Resolution the *Economic Development Component of the 2020-2022 Town Council Strategic Work Plan*. See Exhibit B. In this Plan, the Northwest Corner and associated properties were identified as potentially generating revenues with nonresidential uses, specifically hospitality and neighborhood retail. Further in the work plan it states that staff would initiate the General Plan amendment process for consideration by both the Planning Commission and Town Council this year.

To this end, the Town's Economic Development Division submitted its application with the owner's consent to the Planning and Zoning Division in March of 2021 and is requesting a major amendment to the General Plan 2030 Future Land Use Map and new land use category that would change the current Very Low Density Residential (VLDR) designations to Special Planning Area (SPA). See Exhibits C and D. This is a major amendment (versus a minor) for two reasons per the requirements of the General Plan:

- 1) A change in a land use designation shown on the General Plan Future Land Use Map from Open Space (OS) and/or any single family residential land use designation (Rural Residential - RR, Very Low Density Residential - VLDR and Low Density Residential - LDR) to Garden Office (GO), Commercial (C), and/or Resort Hotel/Resort Development (RH/RD); and the change occurs on any lot that is a minimum of five (5) acres in size; and,
- 2) A text amendment and/or General Plan Future Land Use Map amendment that creates a new land use designation which changes the densities and/or intensities of land uses.

The nature of this request is to allow for a future, high-end, boutique resort/hotel development to meet established Town objectives. There are no other development applications or other related proposals associated with this request.

DISCUSSION AND ANALYSIS

As discussed in the 'BACKGROUND' above, the initiation of this Major General Plan Amendment was intentional and contemplated as outlined in the *Economic Development Component of the 2020-2022 Town Council Strategic Work Plan*. And while discussed at a public forum of decision makers and interested citizens back in 2017, Carefree always anticipated the need to reconsider its land use make up going back to the original Town Center Master Plan approved in 1988: "Carefree can lessen [those] public costs if it wishes by encouraging non-residential development of the highest quality and in appropriate locations and by supporting the tourist industry, which pays a significant share of the bill." By "those" costs the master plan is referring to expanded services. There has always been an expectation that as the Town grew, the

need for revenue-generating development would be necessary. This concept is still relevant today. This Amendment is in line with that philosophy.

From a planning perspective, the General Plan is designed to be a broad, flexible, living document that is legally amendable. There are many decisions and events that compel it to respond to the changing conditions, needs, and desires of the community. For one, with the growth of North Scottsdale, retail and support services followed. That is evidenced by the nearby shopping centers, Terravita Marketplace and El Pedregal (even The Summit), and the presbyterian church. These adjacent and intense uses have impacted land use patterns in this part of Carefree.

Commercial and commuter traffic exists at the Carefree Highway/Tom Darlington Drive intersection as well as along each adjacent roadway. These roadways are City of Scottsdale right-of-way and designated as minor arterials in the City's Transportation Master Plan. These types of streets are usually made available to commercial uses based on the volume of vehicles they can handle each day. While homes with a similar land use designation exist along each street today, it is not ideal. Many of these subdivisions were platted and developed in the 1980's through late 1990's before Scottsdale and Carefree started seeing significant growth. The corner and associated properties have remained vacant from that time onward.

The request to change the land use designation for the subject parcels to Special Planning Area (SPA) will support the Town's objectives to diversify its economic portfolio to include a mixture and balance of uses that generate revenues for the Town to maintain the residents' expectations for services. It also responds to increased growth nearby and a transportation network that sees high volumes of traffic. Carefree should take advantage of today's existing conditions versus forcing a land use that is no longer compatible with its surroundings. While this Special Planning Area designation is a more intense land use than its current designation, the expectations as outlined in the SPA consider and respect the nearby properties and their uses. This land use request is compatible with the area by the inclusion of natural buffers, height and development sensitivities, and emphasis on the hospitality aspect of the land use category versus a traditional neighborhood retail center.

RELEVANT GENERAL PLAN GOALS, POLICIES, AND OBJECTIVES

The request is in line with several goals, policies, and objectives of the General Plan 2030, most notably:

- *Land Use Element (LU), Goal 1: Encourage the transition from less intense to more intense land uses.*
- *LU Element, Goal 1, Objective/Policy 1): Ensure the transition of commercial uses to minimize impact on residential uses.*
- *LU Element Goal 1, Objective/Policy 2): Sensitively integrate natural open spaces into development, such as significant washes, to create natural buffers between different land uses.*

In this case, the intensity of the land uses to the south and east are impacting the viability of the subject parcels to develop as low density residential in Carefree. Therefore, the SPA is the transitional land use in reverse. While the proposed land use is considered a more intense land use than currently exists, it is tempered by a resort use that will be well-integrated into the surrounding

area versus a retail center. The SPA specifically addresses adequate natural buffers, preserves the onsite wash, takes into account building massing and intensity, expects high quality architecture, and maintains the Sonoran Desert feel in order to mediate impacts to the adjacent neighborhood. It also meets the standard of development Carefree expects. Traffic is also limited to Carefree Highway and Tom Darlington, with no commercial traffic permitted on Languid Lane minimizing impacts to nearby residents.

- *LU Element Goal 2: Maintain and enhance the unique character of the community.*
- *LU Goal 2, Objective/Policy 5): Continue to promote the highest quality of development with excellence in architecture, construction and appearance of all buildings.*
- *LU Goal 5; Objective/Policy 4): Encourage redevelopment that invigorates the Town Center while also respecting the character of the area.*

The way the SPA is crafted gives the Town the ability to expect and demand more from a future developer than if left to develop as a low-density subdivision. A future resort development will incorporate premium architecture and a level of design commensurate with the high-end nature of Carefree. Typical branded architectural prototypes will not be permitted. Although the site is not located within the town center, its close proximity and transient population will certainly help bring activity and patrons to the Town Center.

- *Open Space (OS) Element, Goal 1. Preserve property with environmentally sensitive features; and Objectives/Policies 2) and 3):*
 - *Promote preservation of floodplains and washes in their natural state; and,*
 - *Protect low density residential uses from the effects of non-residential uses through natural open space buffers.*

Again, the SPA designation clearly states the natural wash shall be preserved according to floodplain regulations, as well as maintaining adequate buffers. This includes existing vegetation.

Lastly, in the *Growth Element*, the Northwest Corner is identified as a “Future Growth Area”, with emphasis on retail businesses over office uses. A resort use will generate less revenues than a traditional commercial use, however, a bed tax will adequately supplement the Town’s revenues and be less disruptive to the existing neighborhood.

PUBLIC PARTICIPATION

As a requirement of the Major General Plan Amendment process as prescribed in the Town’s Public Participation Ordinance, the applicant is required to conduct a neighborhood meeting with property owners within 500 feet and provide a Citizen Participation Report detailing the results of the meeting. This in turn provides for adequate interaction with parties directly impacted by a proposal first and allows for the applicant to understand and mitigate concerns. See Exhibit D.

In this case, Steve Prokopek, Economic Development Director, held 2 neighborhood meetings: the first on May 12, 2021, and the second on May 26, 2021. These meetings were conducted in-person in the Town’s Council Chambers. The outcomes of these meetings are summarized in the Citizen Participation Report. Key items of discussion at each included building height, adequate buffers to the adjacent neighborhood, architectural context and quality, viewsheds, access, nuisances such as light and noise, and the magnitude of commercial uses in association with the

overall development. From these discussions, Mr. Prokopek revised the proposed land use to accommodate to the extent possible the neighbors' concerns without compromising the Town's goals. Steve also engaged in hours of conversations by phone, text, and in-person, which often included meeting at the homes of the affected property owner's most impacted by a future development proposal. It is apparent in the Citizen Participation Report the evolution of the proposed land use following this important interaction from its initial application to what Planning and Zoning is reviewing today.

During this time, on July 21st the required 60-day public official notification was provided to the Planning and Zoning Commissioners, Mayor and Town Council, and sent to the following public agencies:

- Maricopa County Planning and Development
- Town of Cave Creek
- City of Scottsdale
- City of Phoenix
- Maricopa Association of Governments
- Arizona State Land Department
- Bureau Of Land Management
- Arizona Dept. of Water Resources
- Flood Control District of Maricopa County

The notification included a cover letter and attachment of the proposed land use and map amendment at that time. No comments were received by staff from any of the agencies listed. Furthermore, all public utilities were also made aware of the Major General Plan Amendment. The Carefree Water Company clearly stated that they have adequate resources to serve a resort use at this location. The sites are in the Liberty Utilities service area; however, no other comments were received from Liberty. No other utilities responded either. Information throughout the process was also included on the Town's web page, specifically the Economic Development page under "Hospitality Growth Strategy", which was updated as the process unfolded:



General Plan Amendment

Major General Plan Amendment - Northwest Corner Tom Darlington Dr. and Carefree Hwy.

Related Documents

- General Plan Amendment

There was also a link on the Planning and Zoning's tab back to Economic Development:

Planning & Zoning

For information on the Major General Plan Amendment [click here](#).

Due to the public hearings for both Planning and Zoning and Town Council being held via Zoom, Mr. Prokopek offered 6, in-person meeting opportunities to the general public to review the proposal and answer any questions of concern related to the Amendment. An addition to the Citizen Participation Report was submitted to staff. See Exhibit E. At those meetings, comments pertaining to the application included traffic, future access at the development, and building height and high-quality design. Most discussions focused on other issues such as funding future services,

revitalization of Town Center, and general communication by the Town with the overall community. There was no stated opposition to the project at any of the meetings.

At the Planning and Zoning Commission public hearing held November 8, 2021 Ms. Bridge-Denzak and Mr. Prokopek made presentations to the Commissioners regarding the application process and details of the case. Mr. Prokopek answered questions from the Commission that included clarifying “commercially branded architecture” as a prototypical approach to building design versus a custom, site specific approach. The branded style would not be permitted under this land use; however, signage would be. Also, he addressed the nature of the feedback received from the Whileaway neighborhood, especially the adjacent property owners. While not all had direct input, one neighbor often spoke on behalf of the neighborhood to cover all concerns, such as buffer mitigation. Mr. Prokopek answered that maintaining existing vegetative buffers are key as well as creating a residential feel for buildings located closer to these residents. Greg Crossman, Carefree Water Company General Manager responded to a Commissioner’s question regarding the Town’s available water resources. Mr. Crossman explained that the Town and Carefree Water Company together have planned for future, economic development-related growth, and the existing CAP (Central Arizona Project) allocation held by the Water Company can accommodate those future proposals. He wanted to be clear that there are impacts to this resource, but that impact has been accounted for in the overall Carefree water portfolio.

The hearing was opened and 4 members from the public spoke. A Languid Lane resident expressed concerns regarding access to the site and traffic on Languid Lane, as well as safety at the Languid Lane/Tom Darlington Drive intersection. Staff agreed and said that has been taken into consideration with the proposed SPA. A Whileaway resident stated that the future development should look and feel like the Hermosa Inn but questioned the number of future rooms. Staff discussed that this site is larger than the Hermosa Inn property, but that the same intensity of development, especially along its edges, is consistent with her comment. Last, two Carefree Boulders’ residents questioned who pays for offsite street improvements. Staff explained that the major streets that border the subject properties are City of Scottsdale rights-of way. Future developers would be responsible for all offsite costs required by Scottsdale. They also asked when a future developer’s proposal would go to the voters for review.

The public hearing was then closed, and P&Z members expressed their opinions on the matter. Most of the Commission was familiar with the circumstances relevant to the request and had no further comment. One Commissioner was concerned for responsible growth and the impacts to the value proposition of natural open space. Further explaining that since we do not have all potential funding resources to make decisions by, we should be careful as we plan for future density and growth. The vote for recommendation to approve the Major General Plan Amendment to Town Council was 4 in favor and 2 opposed. One member of the Commission recused himself from this case.

Following the Commission hearing, Mr. Prokopek received an email from a Languid Lane resident asking for tighter language regarding access to the site at Languid Lane. The language was updated, but the intent of the criteria was not. The final SPA designation is included in this report for Town Council approval.

PUBLIC HEARING NOTIFICATION

As required under A.R.S. 9-461.06 *Adoption and amendment of general plan*, proper notice which includes notice of the time and place of the Planning and Zoning Commission public hearing held on November 8, 2021, was published in the *Sonoran News* on October 20, 2021, and the *Record Reporter* on October 22, 2021. This Town Council public hearing for this General Plan Amendment request was published in the *Sonoran News* on November 17, 2021, and the *Record Reporter* on November 17, 2021. Posting of the site for the Planning and Zoning Commission public hearing and this Town Council public hearing occurred on October 22, 2021, meeting relevant statutory requirements also. Additional means of notification to the public not required by statute included the Town's email notification system. As of the time of this report, no support or opposition to this case has been received by the Planning and Zoning Division.

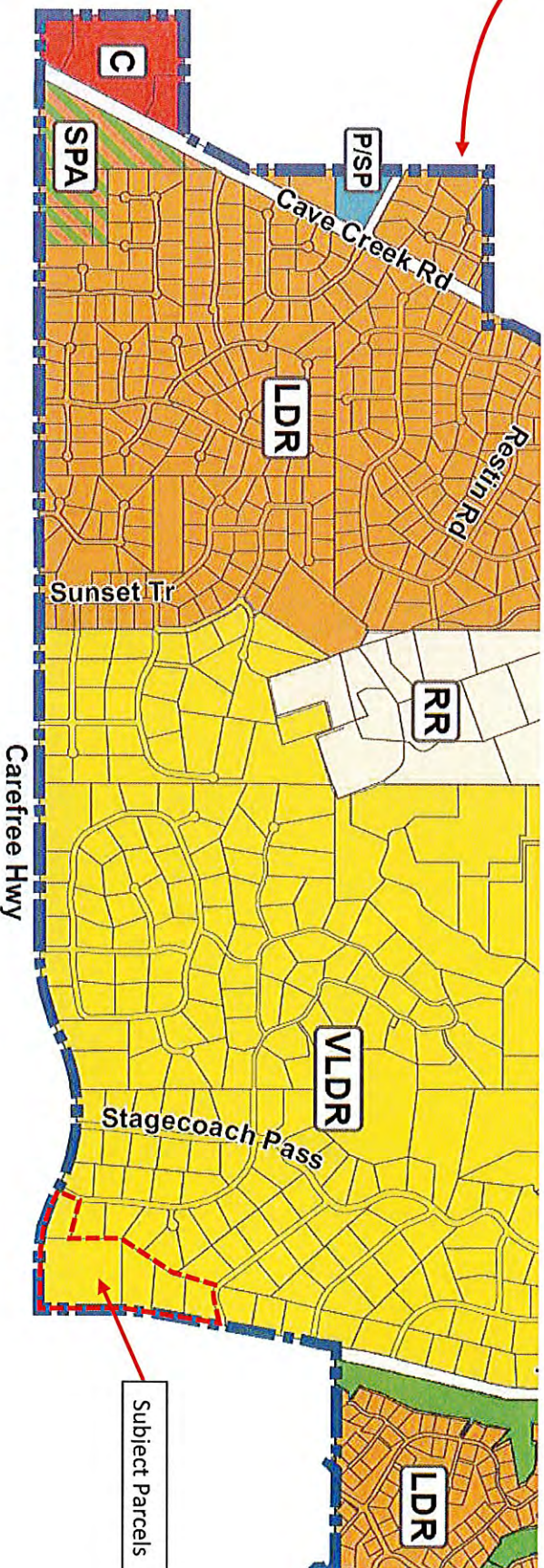
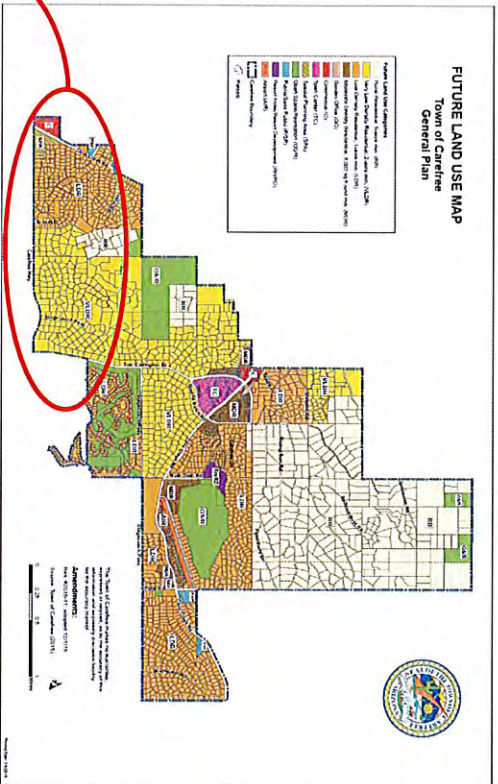
SUMMARY

The Major General Plan Amendment constitutes an overall improvement to the Town's General Plan and benefits the community with no intended adverse impacts. It is also consistent with other policies and regulations for Carefree. The new Special Planning Area (SPA) designation provides for a land use category that will allow for the development of a hospitality use with ancillary services with greater specificity versus applying the existing Lodging/Resort land use requirements to these properties. The SPA will better respond to the growth patterns and needs of the area and be more compatible with existing development. A future resort development will be a premier and quality destination, well-designed and well-integrated into its surroundings. In conclusion, the amendment is in conformance with the Goals, Objectives, and Policies of the Carefree General Plan, and will not negatively impact the community as a whole.

ATTACHMENTS

- Exhibit A. Existing Land Use Map
- Exhibit B. Economic Development Component of the 2020-2022 Town Council Strategic Work Plan Proposed Land Use Map
- Exhibit C. Proposed Land Use Map
- Exhibit D. Proposed Special Planning Area Land Use Designation
- Exhibit E. Citizen Participation Report and November 1 Amendment
- Exhibit F. Proposed Resolution 2021-17

EXHIBIT A



Town of Carefree Major General Plan Amendment

CURRENT LAND USE

**RESOLUTION #2020-11
A RESOLUTION OF THE MAYOR AND TOWN COUNCIL OF
THE TOWN OF CAREFREE, ARIZONA, APPROVING THE ECONOMIC
DEVELOPMENT COMPONENT OF THE 2020-2022 TOWN COUNCIL
STRATEGIC WORK PLAN**

WHEREAS, the Town Council has conducted a series of public workshops on September 29, October 13, and November 18, 2020;

WHEREAS, the purpose of these public workshops were to develop a strategic work plan for the Council;

WHEREAS, one of the elements of this strategic work plan specifically focused on the implementation of an Economic Development Plan;

WHEREAS, the attached document (Exhibit A) outlines the principle objectives for the Economic Development Plan;

WHEREAS, staff will incrementally present to Council updates on the status of the Economic Development Plan;

WHEREAS, staff presented the components to the Economic Development Plan to the Council at a public workshop on November 18, 2020;

WHEREAS, Council requested staff to share the presentation with the community through the website, via COINS and possibly through small in-person group meetings to ensure best practices during the current pandemic are observed and to maintain the health and safety of all participants while encouraging public participation in the process;

WHEREAS, staff also requested any written comments to be emailed to the Town Clerk at kandace@carefree.org to further document public comments;

WHEREAS, to date no comments have been received;

WHEREAS, the document has been modified to address this public input;
and

WHEREAS, this Resolution will formally adopt this publicly available and vetted work plan;

NOW, THEREFORE, IT IS RESOLVED by the Mayor and Town Council of the Town of Carefree, Arizona that the attached document will be a component of the Council Strategic Work Plan 2020-2022, and will act as the Town Council approved goals, objectives and tasks, pertaining to the Economic Development component.

PASSED AND ADOPTED BY the Mayor and Town Council of the Town of Carefree, Arizona, this 1st day of December, 2020.

AYES 7 NOES 0 ABSTENTIONS 0 ABSENT 0

FOR THE TOWN OF CAREFREE

ATTESTED TO:



Les Peterson, Mayor



Kandace French-Contreras,
Town Clerk

APPROVED AS TO FORM:

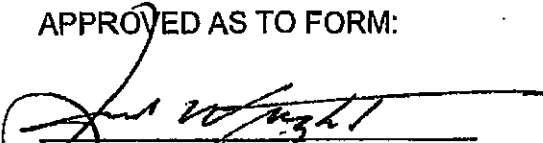

Michael Wright, Town Attorney

EXHIBIT A
Economic Development
2021-2022 Workplan Strategic Work Plan

As the Town of Carefree examines future services requirements and costs, under the current revenue models, we project the need for approximately \$3.0-3.5 MM in additional annual revenue by 2030. The contributing factors to this budget gap include: Inflationary increases (est. \$1.8MM); Loss in revenues (est. \$400K); Replacement of depreciated assets (est. \$1.0MM). Additionally, as the Town nears build-out, the Town can rely less on one-time revenue sources, such as construction sales tax, as well as, reductions to state shared revenues.

In order to meet the future gap, and future expanded community service needs, the Town needs to create a sustainable source of recurring annual revenue. In lieu of an ad valorem tax, the Town will need to implement strategies to create other sources, including retail sales tax, hospitality tax, and rental tax.

Overall, to meet this primary goal, the Town has the following Economic Development Objectives:

1. Develop the NEC of Cave Creek Road and Carefree Highway
 - a. Anticipated Use – Regional Commercial
 - b. Estimated Annual Revenue - \$1,200,000
 - c. Estimated Time Frame – 60% by 2024; 90% by 2026; 100% by 2028
2. Develop the NWC of Carefree Highway and Tom Darlington Drive
 - a. Anticipated Use – Hospitality and neighborhood retail/restaurant
 - b. Estimated Annual Revenue - \$1,000,000
 - c. Estimated Time Frame – 80% by 2025; 100% by 2027
3. Develop State land Parcel on Cave Creek Road south of Sky Ranch Airport
 - a. Anticipated Use – Mixed Use with at 50% commercial/hospitality
 - b. Estimated Annual Revenue - \$1,300,000
 - c. Estimated Time Frame – 50% by 2026; 100% by 2028
4. Maximize Town Center
 - a. Anticipated Use – Neighborhood Retail, Hotel and Rental Housing
 - b. Estimated Revenue - \$550,000
 - c. Estimated Time Frame – 40% by 2021; 80% by 2024; 100% by 2027

In order to meet these objectives, the Town will engage in the following strategic initiatives over the 24-month period (2021-2022 calendar).

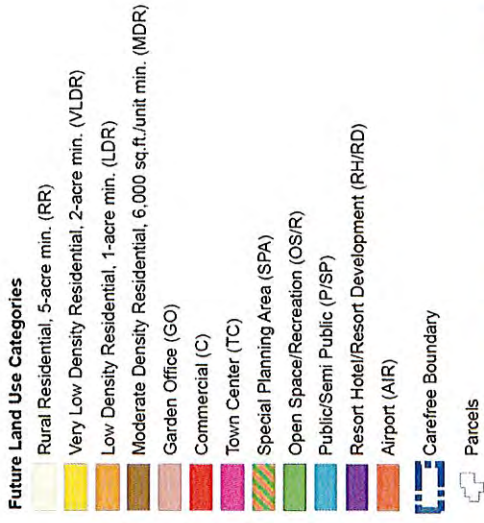
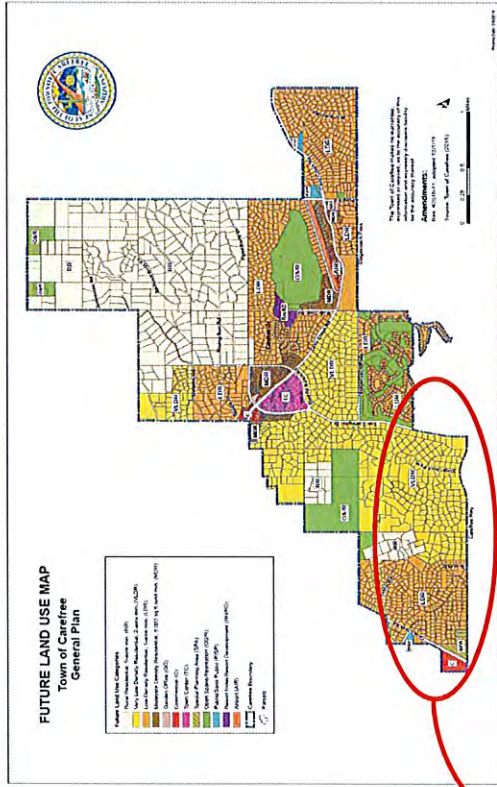
- **Create Economic Development Advisory Board – The Economic Development Advisory Board is Town Council appointed Board, with Board Members having a two-year term. After the initial Board is created, Board Members will be selected the December after in the year of a Town Council general election, with terms running starting and ending on January 2. The Commission will meet monthly, and provide staff guidance on the economic development, land development, disposition and acquisition and financial strategies approved by the Town Council.**
- **Evaluate Town Signage and Pedestrian Access – Town will look to engage a consultant to evaluate and provide advice on a comprehensive Town Signage, walkway and crosswalk plan. This may occur part and parcel to any refinements to the Town Center Master Plan.**
- **Prepare options for potential Town Hall relocation and development of current Town Hall site – Town Hall currently sits on a valuable piece of commercial property with direct frontage to Caver Creek Road and the Sundial. Staff will examine multiple options to see how a future, 5,000 square foot Town Hall can be completed, while enabling other Council objectives.**
- **With owner consent, initiate, March 2021, and process general plan amendments as special commercial planning areas in an effort to meet future revenue needs of the Town. It is anticipated these will be provided for P&Z consideration November 2021 and Town Council December 2021.**
 - **45 acre State Land Parcel south of Sky Ranch**
 - **21 acre NWC of Carefree Highway and Tom Darlington**
- **Initiate retail development, tourism and absorption study to better understand the capacity and nature of retail and destination venues, such as resorts, to build a better timeline and probability of reaching future revenue goals. Absorption analysis should be done in concert with general plan amendments and Town Center master plan.**
- **Engage Town Center property owners, starting January 2021, and begin master plan discussions. This Master plan will further expand upon the initial concepts of the Baker Study, and along with the retail absorption analysis, refresh the economic and demographic data**
 - **Examine "Main Street" Concept for Cave Creek Rd and Tom Darlington Drive to provide commercial street frontage, sidewalks and on-street parking, which could improve pedestrian connectivity, slow traffic and create a better sense of arrival, as well as enable the viability of vacant commercial properties.**
 - **Examine parking, signage and pedestrian access in concert with a comprehensive Carefree signage and pedestrian study**
 - **Recommend zoning changes that allow for a more functional and efficient development and use of space consistent with the values of Carefree and financial goals to increase revenue. Specifically, mixed use should be encouraged with a focus on adding more diversified residential opportunities to the Town Center**

- Charrette key corridors to develop better auto and pedestrian linkage between commercial subgroups, for example, the roadway/sidewalks connecting 100 Easy Street to Spanish Village.
 - Identify costs and funding solutions. This is critical, as any solutions may require some level of property assessment. The key is to work with property owners on these solutions so that public improvements made increase the viability and value of impacted commercial properties
 - Examine options to add additional residential within the Town Center
- Continue to work with developers on NEC Cave Creek Rd and Carefree Highway. Property is already zoned, and we are actively engaged with developers for the site.
- Create wellness and destination strategy to build upon the vast number of wellness business in Carefree, Civana, Spirit in the Desert, Hampton Inn, as well as outdoor amenities including Bartlett Lake, Tonto National Forest, desert preserves, horseback riding and off-roading. Proposal to be completed by June 2021.
- Implement Marketing strategy (see below)
- Work with businesses to coordinate sector associations. The idea is to create retail business sector associations, such as restaurants, art, wellness, home and fashion, and develop marketing, PR and event strategies with each to generate more traffic. The leaders of each organization can share information from group to group and can routinely provide advice to the Economic Development Commission. Complete all associations by May 2021.
- Develop strategies to maximize gardens and Sanderson Lincoln pavilion to bring in the best possible events, that are complementary to Carefree, as well as, create a slate of community events and activities that benefit Carefree residents and businesses. Staff will consider options for professionally managed services. Bring recommendations to Council by June 2021.
- Work with property owners on redevelopment and adaptive reuse strategies including Los Portales, Mariachi Plaza, 100 Easy Street 11 Sundial Plaza and Town Hall. Engage during Town Center master plan discussions.

Marketing Plan Outline

- Hire communications and marketing coordinator
- Develop strategies for
 - Local trade area
 - Greater phoenix destination
 - National program in conjunction with resort
- Create relationships with Bartlett Lake, National forest and DFLT
- Develop comprehensive social media and electronic platform
- Update Economic Development Website with market information and site opportunities
- Implement business development strategies with developers and brokers
- Develop cluster retail associations
 - Restaurants
 - Art Galleries
 - Health, beauty and wellness
- Work closely with businesses and local associations to identify customer bases and develop targeted marketing strategies, for example art consumers
- Maximize the value of Sanderson Lincoln Pavilion, Thunderbird Artist shows, sundial and gardens

EXHIBIT C



Town of Carefree Major General Plan Amendment

PROPOSED LAND USE

21-3-GPA Proposed General Plan Text Amendment

Special Planning Area: Northwest Corner of Carefree Highway and Tom Darlington Drive

The area, is comprised of 5 contiguous parcels totaling approximately 21 acres, each with frontage along Tom Darlington Drive and/or Carefree Highway. The surrounding uses include 1.6 to 2 acre lots to the north and west, neighborhood commercial to the south, a church complex to the east, and a residential and resort community known as The Boulders to the northeast of the church property. The subject area is comprised of a major wash, boulders and rock outcroppings, and Sonoran Desert vegetation. Given its proximity to the intensive uses to the south and the east and primary access via arterial streets, a more economically sustainable, destination-based hospitality/resort use, with limited compatible commercial retail uses, provided that the development: 1) Establishes an adequate buffer to the very low density residential neighborhood to the west; 2) Provides for the continued preservation of the natural wash in accordance with floodplain regulations and the Carefree 3B Final Plat; 3) Supports the Town's fiscal and economic development goals, and aligns with the evolving commercial nature and resort lifestyle found in the area; 4) Utilizes high quality architectural character contextual materials, desert colors, all sited uniquely into the existing landforms complementing the existing adjacent and nearby uses, and avoiding commercially branded architecture to provide a unique and cohesive design character; 5) Utilizes massing, height and density to minimize site disturbance and where site intensity takes into account proximity to adjacent uses, and is thoughtful of adjacent homeowner views to prominent land forms ; 6) Focuses retail components east and south of the existing wash, or where not to have an impact on existing residential; 7) Incorporates the natural Sonoran Desert landscape; 8) Prohibits any access to Whileway Road and only residential access onto Languid Lane. Commercial or delivery access onto Languid is prohibited and any emergency only ingress/egress to Languid Lane is via controlled access only.

Additional allowable Use

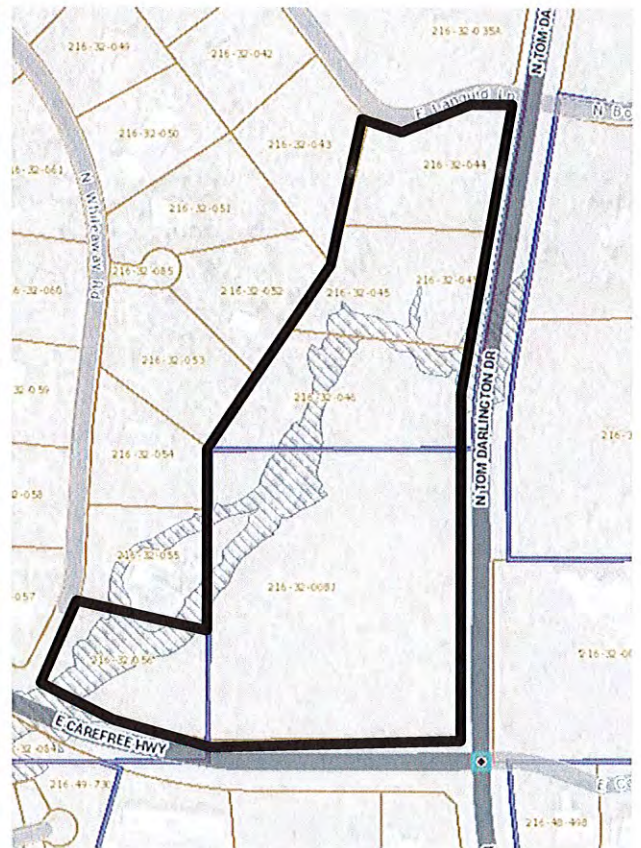
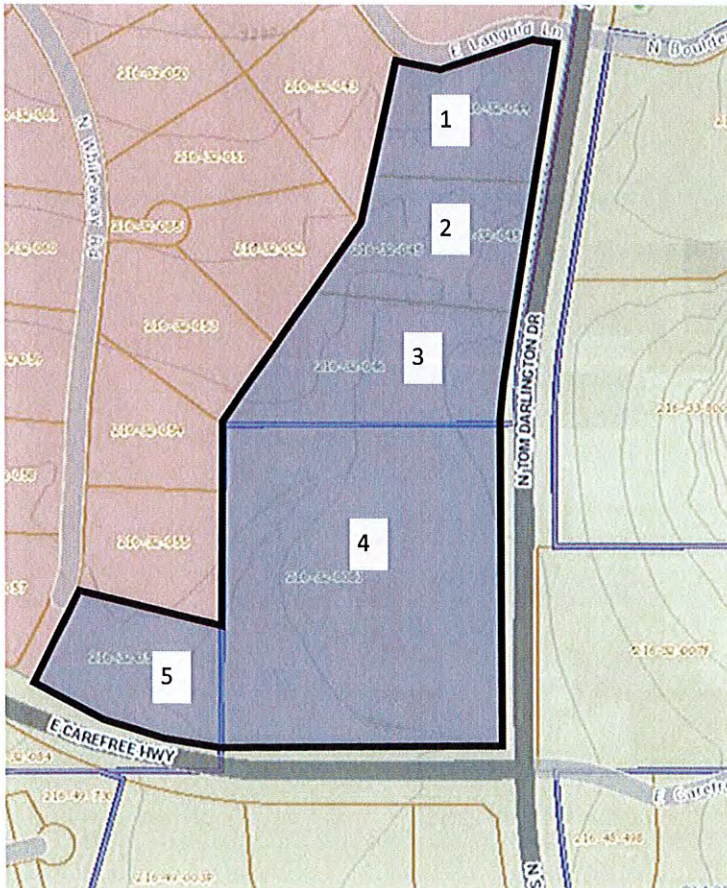
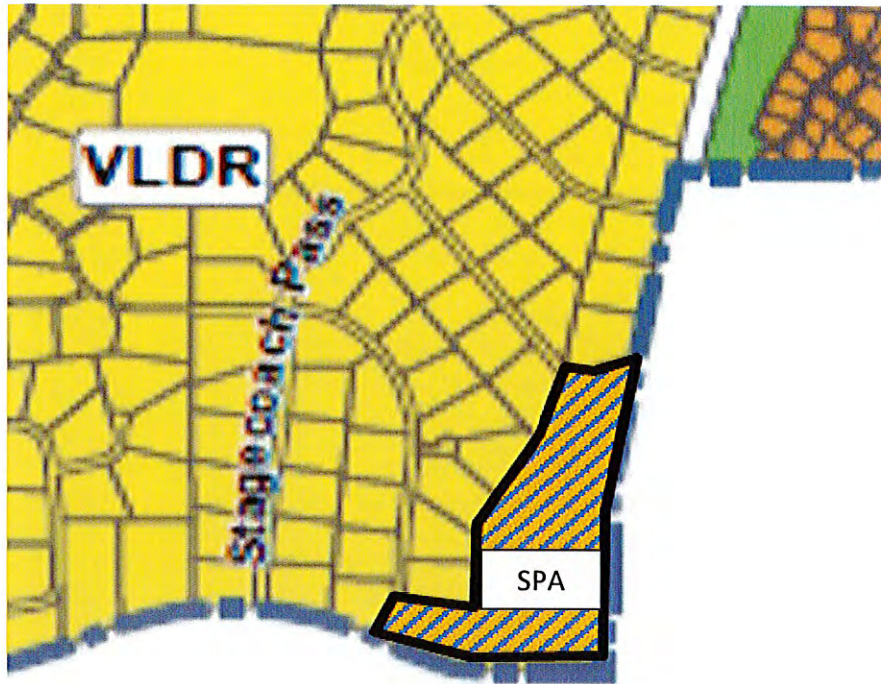
The northern two lots could remain Very Low Density Residential.

Uses Not Allowed

The land use is not intended to have the look and feel of a retail center or general office development. While neighborhood retail uses are allowable, they should be incorporated into the character of a hospitality/resort destination. There shall be no drive through uses, gas stations/car washes/garages, storage, box stores, and/or fast-food pads.

Proposed General Plan Map Amendment

Special Planning Area: Northwest Corner of Carefree Highway and Tom Darlington Drive



21-3-GPA Timing and Engagement

| | |
|----------------------|--|
| April 21, 2021 | Sent original certified letters to neighbors within 500 feet |
| May 12, 2021 | First Neighborhood Meeting |
| May 26, 2021 | Second Neighborhood Meeting |
| June 2021 | Revised Amendment to include staff and public input |
| July 2021 | Amendment Text and Map draft sent out for 60- day review period to outside jurisdictions |
| September 2021 | Finalize Amendment Text and Map for Planning and Zoning Commission consideration |
| October 13, 2021 | Certified letters notifying residents, within 500 feet, of Planning and Zoning Commission public hearing |
| October 20 –22, 2021 | Publish Hearing Notice Advertisement/Signs Placed on site |
| October 27-28, 2021 | 6 Community Open Houses |
| November 8, 2021 | Planning and Zoning Public Hearing |
| December 7, 2021 | Town Council Public Hearing |

Note: This process is only for the General Plan. Any future project would need to further seek rezoning consistent to this General Plan amendment.

21-3-GPA Addendum to Neighborhood and Community Engagement

On October 27, 2021 and October 28, 2021, the Town hosted 6 community open house sessions to solicit in-person input regarding the General Plan Amendment at the Northwest Corner of Tom Darlington Drive and Carefree Highway. The sessions were held each day at 3:00pm, 4:30pm and 5:00pm in the Town Council Chambers (33 Easy Street). Each session was limited to 35 people to accommodate social distancing. In total, 37 people registered for all 3 sessions, and 31 people attended the sessions, with one comment submitted from a resident on Languid Lane. This resident requested that no commercial access be allowed on Languid Lane. This comment was captured in the most current version of the General Plan Text Amendment.

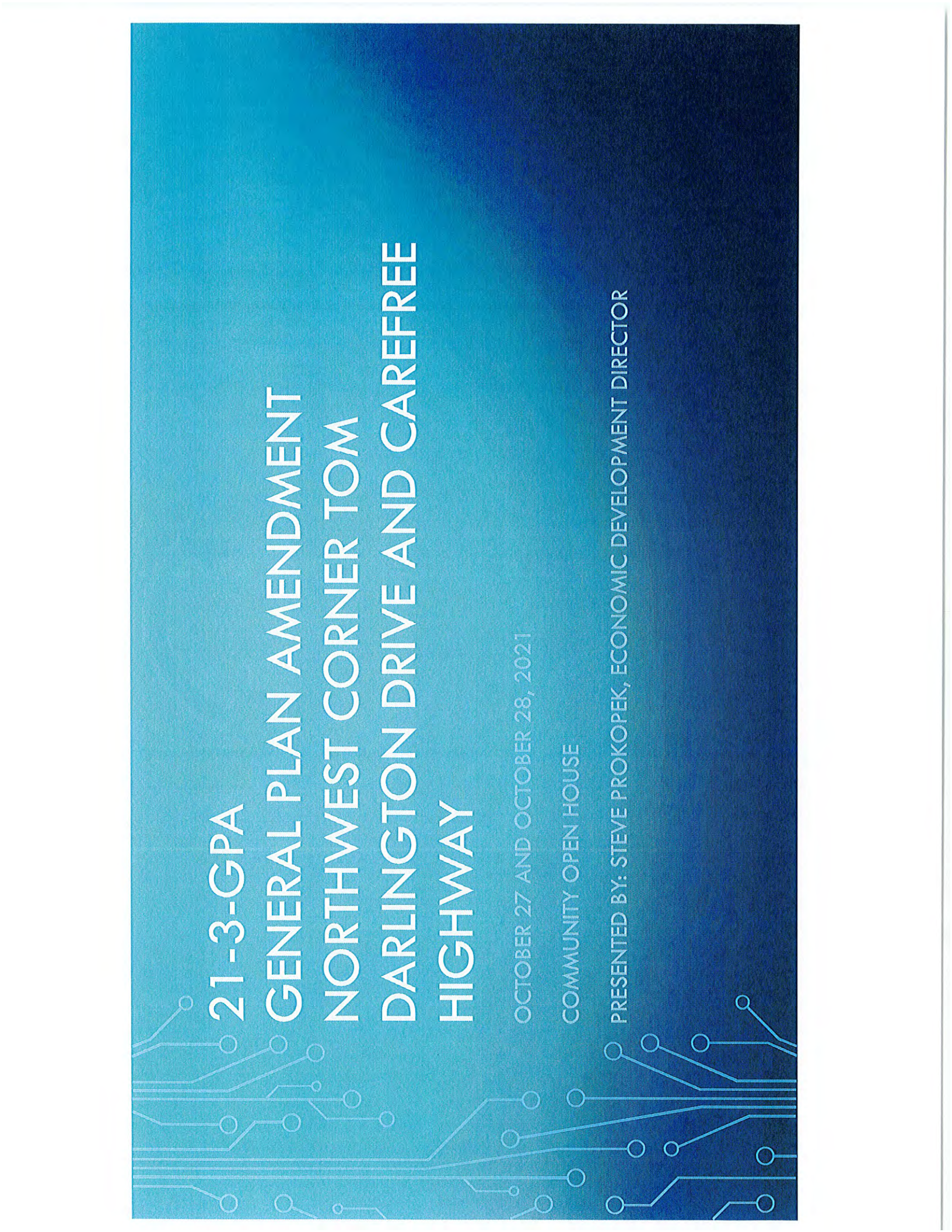
Outreach for the session included two notifications through the electronic newsletter notification system, as well as an email sent to carefree HOA contacts, including Terravita in Scottsdale. In addition, the information was also sent to all those signed up for information on the General Plan Amendment, and the information was available on the Town website.

The sessions included a presentation from Steve Prokopek, Economic Development Director, with Stacey Bridge-Denzak in attendance from Town staff. The presentation went through the rationale for the land use change and why the Town made the request, the rationale for resort as use, the neighborhood engagement process and next steps. Additionally, Steve explained the difference between a general plan amendment and rezoning, the latter of which will still need to occur when a viable project is proposed.

There didn't seem to be any resistance to the use. Key issues included:

1. Traffic and access
2. Design and height (Though it seemed everyone was ok with the current standards of 30 foot for commercial and 24-foot for residential)
3. Unique nature of design to fit the high-quality environment
4. Most discussion centered around other issues such as Town Center and future services

Attached is the presentation and hand out. The presentation was also available as a handout.



21-3-GPA
GENERAL PLAN AMENDMENT
NORTHWEST CORNER TOM
DARLINGTON DRIVE AND CAREFREE
HIGHWAY

OCTOBER 27 AND OCTOBER 28, 2021

COMMUNITY OPEN HOUSE

PRESENTED BY: STEVE PROKOPEK, ECONOMIC DEVELOPMENT DIRECTOR

ECONOMIC DEVELOPMENT

- Creation of wealth within the community
- Diversified revenue streams for providing public services
 - Carefree does not collect property taxes
 - Carefree is limited to a small group of key retailers
 - Carefree losing one time construction sales tax and adding increasing costs
- Long-term community sustainability through a comprehensive mix of commercial services that support the local economy
- Mix of Product Development, Price (Value), Position and Promotion

- Cave Creek Rd/Carefree Hwy
- General Plan - Commercial
- Zoning - Commercial
- Acres - 24
- Anticipated Development
 - Regional Retail
 - Neighborhood Retail
- Estimated Tax Potential
 - \$1,200,000



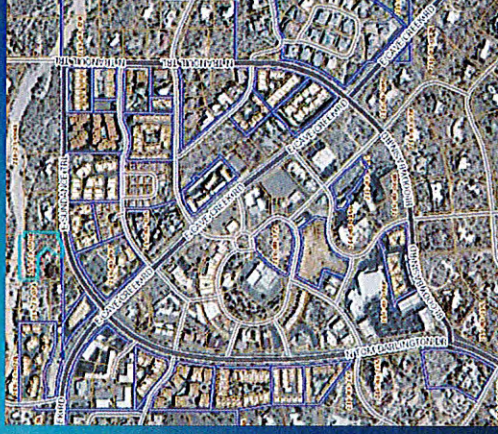
- Carefree Hwy/Tom Darlington Dr
- General Plan - Residential
- Zoning - Rural-70
- Acres - 20.5
- Anticipated Development
 - Low Density Resort
- Estimated Tax Potential
 - \$800,000



- 45 Acre State Land Site
- General Plan - Residential
- Zoning - Rural-70
- Acres - 45
- Anticipated Development
 - Mixed-Use
- Estimated Tax Potential
 - \$1,300,000



- Town Center
- Hampton Inn
- Potential for additional 50,000 square feet of retail maximizing additional 5 acres
- Baker Study showed support of 41,000 SF 2020-2030
- Estimated New Tax Potential
 - \$550,000



GENERAL PLAN AND ZONING

- General Plan – Guiding principles of land use, the larger vision
- Zoning – Legal entitlement that allows for the development of an allowable use
- Both processes require neighborhood engagement, proper posting, and public hearings with both Planning & Zoning and Town Council.
- This General Plan Amendment will amend the current Very Low Density Residential Use to Special Planning Area. The Zoning will remain Rural-70. Any future development, not currently permitted in Rural-70, will require a rezoning process.
- Special Planning Area is a customized designation that allows for commercial uses. The use requires that a comprehensive site plan be provided at the time of rezoning.

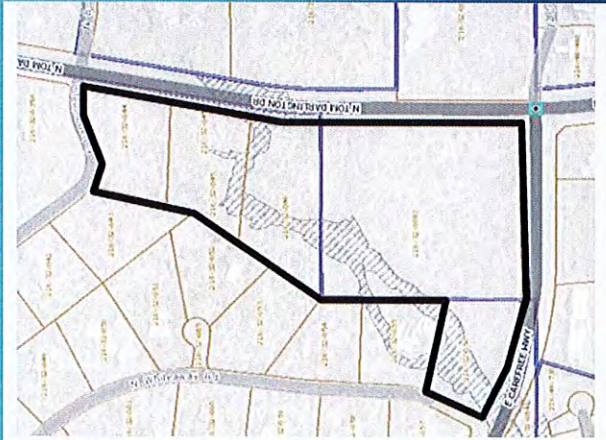
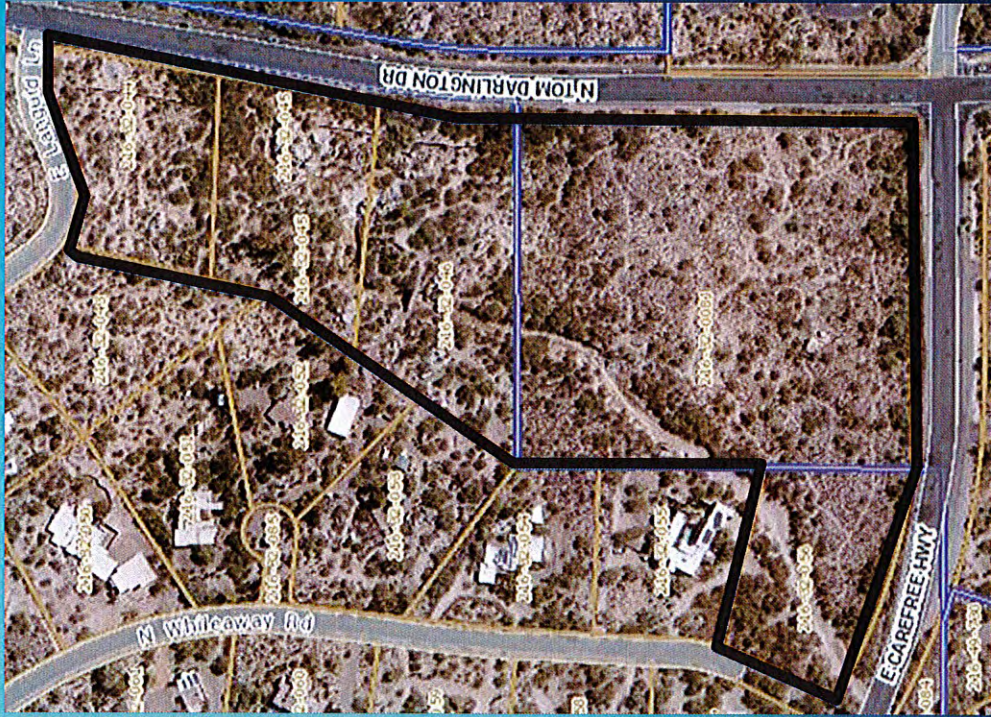
WHY A RESORT?

- Carefree has always been a destination, and since its beginnings has had resort use
- Resort is one of the least intensive commercial uses
- The major arterial intersection is already commercial on 3 corners
- Will support Town Center and local businesses by bringing in discretionary spending
- Resorts are proven to be successful when properly integrated into upscale neighborhoods including The Boulders, Civana, and the dozens in Scottsdale and Paradise Valley



NEIGHBORHOOD ENGAGEMENT

- Two Neighborhood Meetings
- Multiple email, text, in-person and phone call follow up conversations
- Key Issues
 - Validity of Use
 - Buffering
 - Open space, desert preservation and unique architecture
 - View Protection
 - Access to residential streets
 - Height, density and intensity of use adjacency
 - No strip mall commercial, any retail should be integrated into the resort use
 - Noise and lighting



21-3-GPA Proposed General Plan Text Amendment

Special Planning Area: Northwest Corner of Carefree Highway and Tom Darlington Drive

The area, is comprised of 5 contiguous parcels totaling approximately 21 acres, each with frontage along Tom Darlington Drive and/or Carefree Highway. The surrounding uses include 1.6 to 2 acre lots to the north and west, neighborhood commercial to the south, a church complex to the east, and a residential and resort community known as The Boulders to the northeast of the church property. The subject area is comprised of a major wash, boulders and rock outcroppings, and Sonoran Desert vegetation. Given its proximity to the intensive uses to the south and the east and primary access via arterial streets, a more economically sustainable, destination-based hospitality/resort use, with limited compatible commercial retail uses, provided that the development: 1) Establishes an adequate buffer to the very low density residential neighborhood to the west; 2) Provides for the continued preservation of the natural wash in accordance with floodplain regulations and the Carefree 3B Final Plat; 3) Supports the Town's fiscal and economic development goals, and aligns with the evolving commercial nature and resort lifestyle found in the area; 4) Utilizes high quality architectural character contextual materials, desert colors, all sited uniquely into the existing landforms complementing the existing adjacent and nearby uses, and avoiding commercially branded architecture to provide a unique and cohesive design character; 5) Utilizes massing, height and density to minimize site disturbance and where site intensity takes into account proximity to adjacent uses, and is thoughtful of adjacent homeowner views to prominent land forms ; 6) Focuses retail components east and south of the existing wash, or where not to have an impact on existing residential; 7) Incorporates the natural Sonoran Desert landscape; 8) Prohibits access to Whileaway Road.

Additional allowable Use

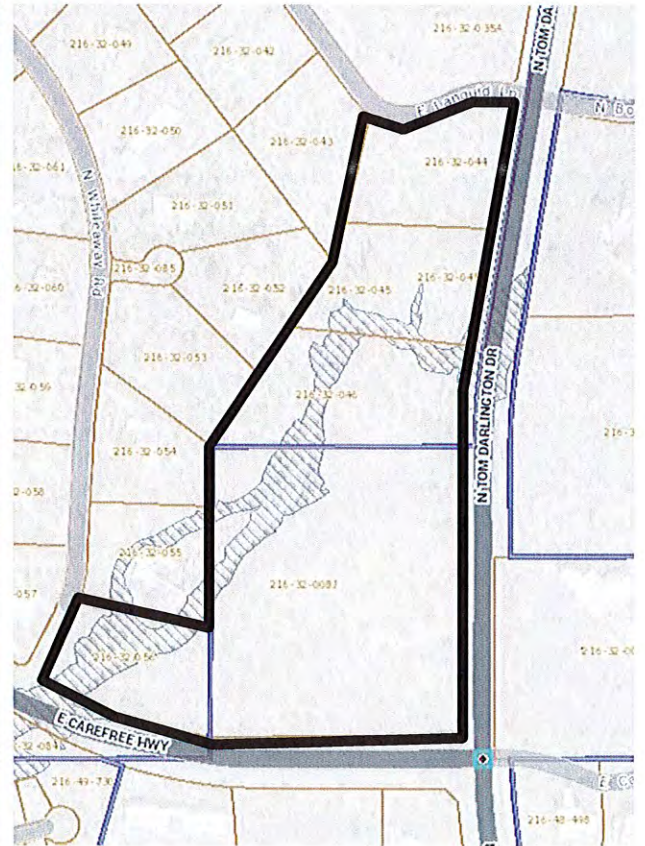
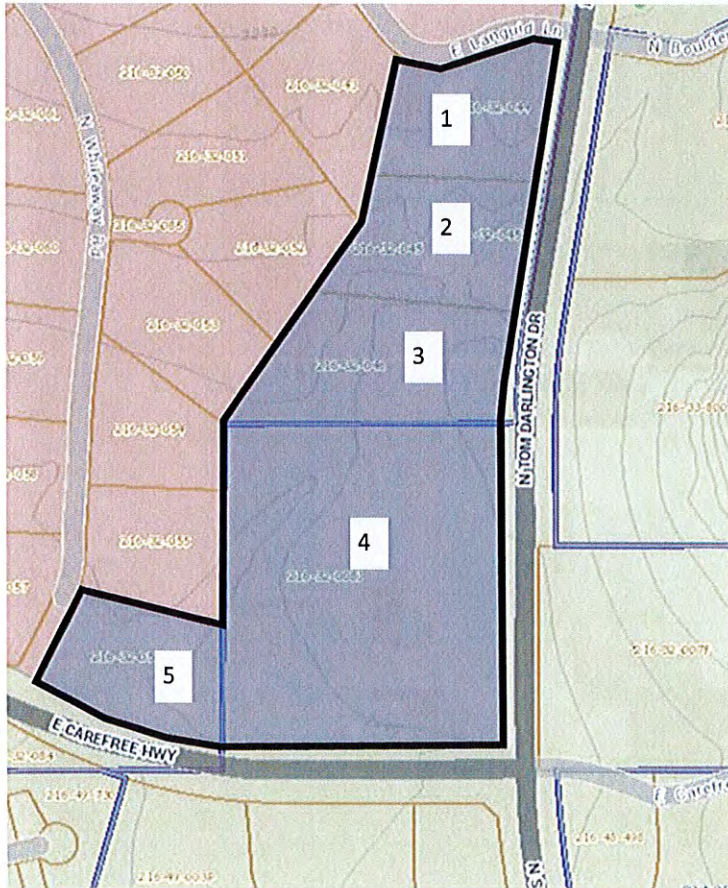
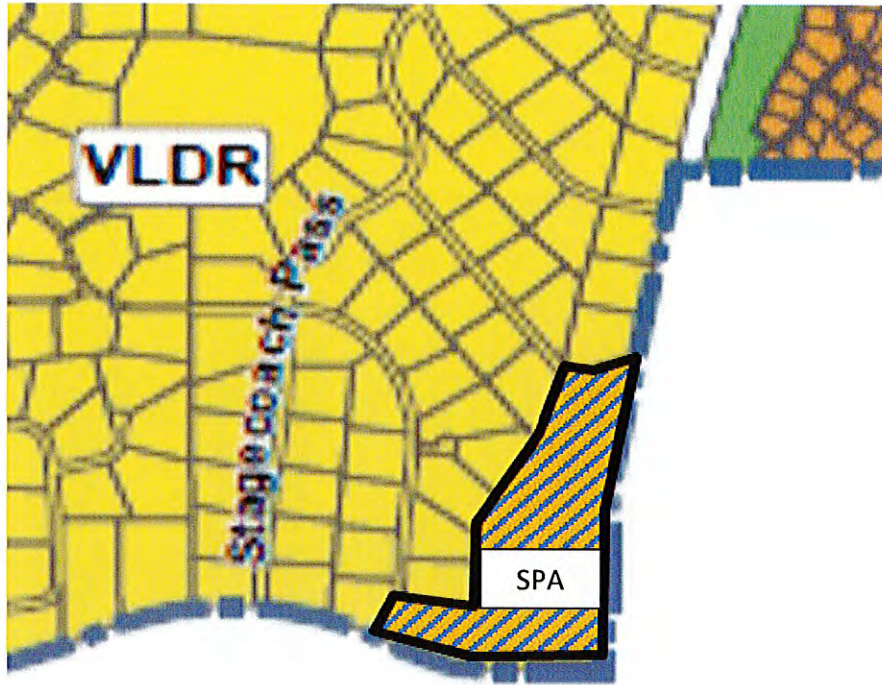
The northern two lots could remain Very Low Density Residential.

Uses Not Allowed

The land use is not intended to have the look and feel of a retail center or general office development. While neighborhood retail uses are allowable, they should be incorporated into the character of a hospitality/resort destination. There shall be no drive through uses, gas stations/car washes/garages, storage, box stores, and/or fast-food pads.

Proposed General Plan Map Amendment

Special Planning Area: Northwest Corner of Carefree Highway and Tom Darlington Drive



21-3-GPA Timing and Engagement

| | |
|----------------------|--|
| April 21, 2021 | Sent original certified letters to neighbors within 500 feet |
| May 12, 2021 | First Neighborhood Meeting |
| May 26, 2021 | Second Neighborhood Meeting |
| June 2021 | Revised Amendment to include staff and public input |
| July 2021 | Amendment Text and Map draft sent out for 60- day review period to outside jurisdictions |
| September 2021 | Finalize Amendment Text and Map for Planning and Zoning Commission consideration |
| October 13, 2021 | Certified letters notifying residents, within 500 feet, of Planning and Zoning Commission public hearing |
| October 20 –22, 2021 | Publish Hearing Notice Advertisement/Signs Placed on site |
| October 27-28, 2021 | 6 Community Open Houses |
| November 8, 2021 | Planning and Zoning Public Hearing |
| December 7, 2021 | Town Council Public Hearing |

Note: This process is only for the General Plan. Any future project would need to further seek rezoning consistent to this General Plan amendment.

EXHIBIT E2



Prepared by: Steve Prokopek
Economic Development
Director

General Plan Amendment (21-3-GPA) Neighborhood Engagement Report

October 14, 2021

Contents

| | |
|--|----|
| Executive Summary..... | 2 |
| Engagement Prior to 1 st Neighborhood Meeting | 8 |
| May 12, 2021 - 1 st Neighborhood Meeting..... | 24 |
| Engagement Prior to 2 nd Neighborhood Meeting..... | 38 |
| May 26, 2021 - 2 nd Neighborhood Meeting | 40 |
| Follow Up Engagement From Neighborhood Meetings | 54 |
| Conclusion..... | 66 |

Executive Summary

The following documentation is a chronicle of the neighborhood engagement effort which includes two in-person neighborhood meetings, as well as direct engagement with multiple area property owners. This was an evolutionary process regarding a resort/retail land use for approximately 21-acres on the Northwest Corner of Tom Darlington Dr and Carefree Highway. Through this process, we engaged those most affected by the planned use change, and surrounding area, and took the time to educate them on the land use rationale, while incorporating their experience and potential impacts to that experience with the enjoyment of their properties. As with many land use cases, the primary issues tend to be around the land use itself, which was the focus of initial comments and input. Staff presented in two 2-hour presentations the need and direction set by council for diversifying the economic base, and how this site makes sense for a resort/retail use. This included how the site fit in with the Town's revenue goals (see page 50), comparable locations such as Paradise Valley, and the complementary nature to support Town Center. One concern that was brought up, was commercial vacancy across Carefree Highway. After speaking with the commercial center property owner, the vacant grocery store is actually in process of being leased for an alternative use. Additionally, there was concern with having the opportunity for neighborhood retail, and the compatibility with a resort and impacts on adjacent homes. This retail element did evolve by limiting retail center development look and feel, defining that retail should be in support of the resort and incorporated into the resort design.

As the conversation evolved, there was a heavier focus on site impacts, especially with the properties adjacent to or directly impacted by the potential change of use. Extensive conversations (in person, email, text and phone calls) occurred with these property owners, most of them Carefree residents, which led to qualitative edits to the document meeting neighbor concerns. Additionally, comments from the subject site property owner were also included, with the current version approved by the property owner.

The following summary lists the specific issues, requests and resolutions:

1. Building height and intensity of development to adjacent uses – Several neighbors requested single story only. In addition, they requested maximization of buffering and natural open space. In discussion with the Planning Director, height and floors are exclusive things. Commercial zoning allows for 30 feet, residential 24 feet. In addition stacked density can allow for less lot coverage while meeting FARs. Therefore, the intention of the language was to allow for flexibility in this interplay of density and coverage, while ensuring that these intensities and use types match up to the adjacent uses to the site. One could assume more intensity towards the intersection, and less intensity towards the residential.
2. Ensuring adequate buffering – Specific buffering and requests for no development west of the wash. The result of the conversation was to ensure adequate buffering to be included for consideration in any zoning request. However, it is noted that the existing wash foliage on both sides is very effective, and the flood plain itself limits the developable areas west of the wash. Also noted are the touch points with the Grenley residence and Ellison residence. (See page 58)

3. The architecture fits into the character of the Sonoran Desert area – The architecture should be unique, quality and in character with desert design. One issue specifically brought up was the branding of Hampton Hotel in Town Center, and the neighbors wanted to make sure this architecture is unique to the subject site.
4. Washes and natural landforms be incorporated into development
5. Limitations to the look and feel of any retail component to be confined to the area east and south of the wash, and incorporated into the overall resort design. Site shouldn't look or feel like a typical retail center. While retail uses can be on site, they need to be in context with the design and architecture of the resort.
6. Any development should be conscious of the existing views of prominent land features to the east of Tom Darlington Drive – This was added after site evaluation, and needs to be addressed in site plan and zoning.
7. No access to Whileaway Road from the subject site.
8. No commercial access to Languid Lane – Fire access may be required, but no commercial entry is anticipated.
9. No development west of the wash, especially on parcel 5 (See Page 54) – After analyzing this request, it was determined that setbacks and floodplain will make this area impossible for structures.
10. Light and sound impacts – Again, this will need to be addressed at site plan and zoning, but the spirit of the “dark sky” should be incorporated as to not take away from night-time enjoyment of neighboring homes.
11. Intersection at Languid Lane and Tom Darlington – Homeowners called this intersection out as dangerous. Perhaps there is an opportunity to address it in the site plan process.
12. Removal of lots 1 and 2 from the amendment – The rationale for this was building intensities and view blockage of the “Boulder Stack” from the Veves residence (See Page 57). After analyzing the sites, it appears that the base of the “Boulder Stack” is taller than 24-foot (which is allowable today), and the Veves home is raised about 15 feet above grade. Additionally, the subject site property owner received advice from a resort consultant that this area would be beneficial in providing a diversity of resort options including villas and casitas, which are of a more residential nature. Based upon this analysis, the parcels remained with the additional amendment stipulation to be conscious of views.

Executive Summary Exhibits

Exhibit 1 - Original Version of General Plan Amendment

Exhibit 2 - Current Version General Plan Amendment

Exhibit 1 - Original Version of General Plan Amendment

Proposed General Plan Text Amendment

Special Planning Area: Northwest Corner of Carefree Highway and Tom Darlington Drive.

The land use category for the area located north of Carefree Highway and West of Tom Darlington Drive, including the 21-acre site on the frontage of these roadways has historically been designated in the general plan as low density residential. The use adjacent to the south of the 21-acre site is retail/grocery commercial, and to the west, is a church and the Boulders Resort and community, including a retail center on the Boulders property to the southeast of the 21-acre site. The 21-acre site comprises a wash, and several rock formations along with Sonoran Desert species. Given its proximity to the corner of a commercial intersection, and primary access via arterial streets, a more sustainable, destination resort, ancillary commercial and limited neighborhood commercial is expected provided that (1) Establishes and adequate open space buffer to the low density residential neighborhood to the west (2) Provides for the preservation of the natural wash in its natural state in accordance with flood-plain regulations, and (3) Provides an economically sustainable land use that would complement the evolving neighborhood commercial uses and destination resort lifestyle. (4) Provides an architectural character that is complimentary to the adjacent land uses to the east in both design and height and density.

Existing Land Use
Designation
Very Low Density
Residential



Proposed Land Use
Designation
Special Planning Area

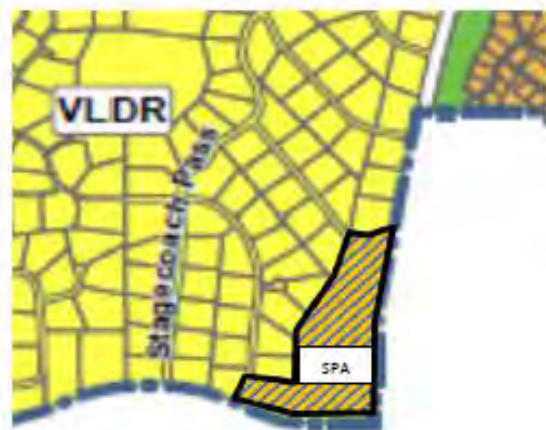


Exhibit 2 - Current Version of General Plan Amendment

Proposed General Plan Text Amendment

Special Planning Area: Northwest Corner of Carefree Highway and Tom Darlington Drive

The area is comprised of 5 contiguous parcels totaling approximately 21 acres, each with frontage along Tom Darlington Drive and Carefree Highway. The surrounding uses include 1.6 to 2 acre lots to the north and west, neighborhood commercial to the south, a church complex to the east, and a residential and resort community known as The Boulders to the northeast of the church property. The subject area is comprised of a major wash, boulders and rock outcroppings, and Sonoran Desert vegetation. Given its proximity to the intensive uses to the south and the east and primary access via arterial streets, a more economically sustainable, destination-based hospitality/resort use, with limited compatible commercial retail uses, provided that the development: 1) Establishes an adequate buffer to the very low density residential neighborhood to the west; 2) Provides for the continued preservation of the natural wash in accordance with floodplain regulations and the Carefree 3B Final Plat; 3) Supports the Town's fiscal and economic development goals, and aligns with the evolving commercial nature and resort lifestyle found in the area; 4) Utilizes high quality architectural character contextual materials, desert colors, all sited uniquely into the existing landforms complementing the existing adjacent and nearby uses, and avoiding commercially branded architecture to provide a unique and cohesive design character; 5) Utilizes massing, height and density to minimize site disturbance and where site intensity takes into account proximity to adjacent uses, and is thoughtful of adjacent homeowner views to prominent land forms ; 6) Focuses retail components east and south of the existing wash, or where not to have an impact on existing residential; 7) Incorporates the natural Sonoran Desert landscape; 8) Prohibits access to Whileaway Road.

Additional Allowable Use

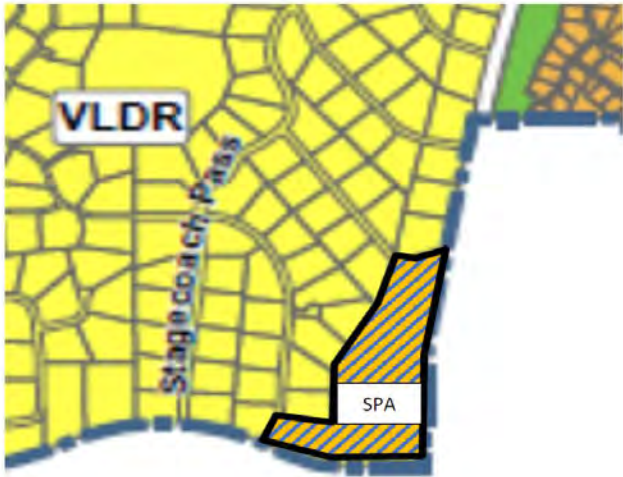
The northern two lots could remain Very Low Density Residential.

Uses Not Allowed

The land use is not intended to have the look and feel of a retail center or general office development. While neighborhood retail uses are allowable, they should be incorporated into the character of a hospitality/resort destination. There shall be no drive through uses, gas stations/car washes/garages, storage, box stores, and/or fast-food pads.

Proposed General Plan Map Amendment

Special Planning Area: Northwest Corner of Carefree Highway and Tom Darlington Drive



Engagement Prior to 1st Neighborhood Meeting

43 Certified Letters were sent to neighbors and affected jurisdictions within 500 feet. 24 Delivered receipts were returned along with 4 returned letters. Of the 4 returned, direct contact was made with each. Additionally, both the Boulders HOA and Terravita HOAs were contacted and notified of the 2 Neighborhood meetings.

Note: Boulders HOA did not receive a letter, so a follow up email with the information was sent to the HOA management company and receipt was conformed by the HOA manager on . There was no further information requested from the Boulder's HOA.

May 6 - Marty Ellison (34611 N Whileaway) - Met at front counter to provide letter and background information. He believes the letter was sent to Seattle. He will be at the open house, and was hoping the area would stay residential. Letter was returned, received public comments from Marty and Linda Ellison, which are in Exhibits. These were dropped of on 5/12 during the first open house.

May 5 - Brent Nerguizian (7022 Languid Lane) - Is not opposed to the application, but wants to make sure the site has a low density feel and appropriate architectural characteristics that complement the area, low light, no large parking fields and no intense traffic uses. Does not want any delivery access off of Languid Lane.

May 5 - Terravita HOA (5/5/2021) - Called to get information on the open house, and appreciated that we reached out.

May 10 - Paul Sharman (34606 N. Whileaway) - We spoke for about an hour regarding the application, and I hand delivered updated materials for Paul's review with neighbors that evening.

May 10 - Stephanie Barbour (Boulder's Resident) - Stephanie sent an email questioning the use viability and character of Carefree as a retirement community. A response was sent outlining the merits and vision of Carefree as a resort community as approved by Town Council, and the need to balance revenue with use.

Engagement Prior to 1st Open House Exhibits

Exhibit 1 - Notification Area

Exhibit 2 - Mailing List

Exhibit 3 - Letter Sent to Neighbors

Exhibit 4 - Email to Boulders HOA Management

Exhibit 2 – Mailing List

DESERT HILLS PRESBYTERIAN CHURCH
34605 N TOM DARLINGTON DR
SCOTTSDALE AZ 85262

NERGUIZIAN BRENT B/JACQUELINE J
PO BOX 27170
SCOTTSDALE AZ 85255

MARY CARDIS REVOCABLE LIVING TRUST
PO BOX 837
CAREFREE AZ 85377

CP BOULDERS LLC
740 CENTRE VIEW BLVD
CRESTVIEW HILLS KY 41017

PENNINO CHRISTOPHER
34522 N SCOTTSDALE RD
SCOTTSDALE AZ 85266

CHRISTIANSO JEFF
PO BOX 3406
CAREFREE AZ 85377

JAMIE LYNN BUCHANAN LIVING TRUST
7029 E LEISURE LN
CAREFREE AZ 85377

KITO LLC
1301 W LONG LAKE RD SUITE 250
TROY MI 48068

LASSEN LESLEY
PO BOX 2602
CAREFREE AZ 85377

STEPHENS SCOTT A/BURCH BARBARA K
34522 N SCOTTSDALE RD STE 120-476
SCOTTSDALE AZ 85266

VEVES ARTHUR/JANET
PO BX 5114
CAREFREE AZ 85377

JELLE DELORIS LORRAYNE
34825 N WHILEAWAY RD
CAREFREE AZ 85377

GRENLEY RONNY L
PO BOX 933
CAREFREE AZ 85377

CAROL MILLER REVOCABLE TRUST
PO BOX 2686
CAREFREE AZ 85377

JONES GERRY/LESLIE TR
PO BOX 1235
CAREFREE AZ 85377

ELLISON MARTIN D/LINDA L
853 97TH AVENUE SE
BELLEVUE WA 98004

HARDIE LIVING TRUST
PO BOX 5088
CAREFREE AZ 85377

CP BOULDERS LLC
740 CENTRE VIEW BLVD
CRESTVIEW HILLS KY 41017

PAUL D SHARMAN TRUST
2403 W LONE CACTUS DR APT 147
PHOENIX AZ 85027

DICKENS LIVING TRUST
13332 N 65TH AVE
GLENDALE AZ 85323

BOULDERS AND CAREFREE HWY
LLC/STANFORD GROUP
9701 E HAPPY VALLEY RD NO 21
SCOTTSDALE AZ 85255

WHITESTONE TERRAVITA MARKETPLACE
LLC
2600 S GESSNAER RD #300
HOUSTON TX 77063

JRN REAL ESTATE LLC
1083 VINE ST NO 219
HEALDSBURG CA 95448

TOWN OF CAREFREE
PO BOX 740
CAREFREE, AZ 85377

HAGGEN PROPERTY SOUTH LLC (IMPS)
2211 RIMLAND R SUITE 300
BELLINGHAM WA 98226

HELLER GORDON STUART/DAWNA FAYE
PO BOX 262
KREMMLING CO 80459

JEFFRIES FRANK J & PATSY M TR
214 E NORTHERN AVE
PHOENIX AZ 85020

RITTER ANGELA C
6924 E NIGHTINGALE STAR CIR
SCOTTSDALE AZ 85266

TERRAVITA COMMUNITY ASSOC INC
8360 E VIA DE VENTURA STE 100 BLDG L
SCOTTSDALE AZ 85258

GRENLEY RONNY L
PO BOX 933
CAREFREE AZ 85377

SUDHAUSEN HIERON & ERIKA
PO BOX 794
CAREFREE AZ 85377

BANAS JOHN S III/M MARGARET
7380 E ASTER DR
SCOTTSDALE AZ 85260

THOMAS C PATZIN RESIDUARY TRUST
1157 AMBER DR
LEMONT IL 60439

COLLINS JACK ROBERT & KRISTA LEA
PO BOX 1336
CAREFREE AZ 85377

OKARMA FAMILY TRUST
6898 E NIGHTINGALE STAR CIR
SCOTTSDALE AZ 85266-7044

JRN REAL ESTATE LLC
1083 VINE ST NO 219
HEALDSBURG CA 95448

MARQUISS TRIGG/JOANN
PO BOX 68
STORY WY 82842

ZAGIER BARBARA
6912 E NIGHTINGALE STAR CIR
SCOTTSDALE AZ 85266

HELLER GORDON STUART/DAWNA FAYE
PO BOX 262
KREMMLING CO 80459

KOLB LARRY R TR
1220 LINCOLN PARKWAY
MISSOULA MT 59802

LIBERTY UTILITIES
ATTN: MR. DAVID HEIGHWAY AND MR.
ROVELL FOGGY
14920 W CAMELBACK RD
LITCHFIELD PARK, AZ 85340

CITY OF SCOTTSDALE
ATTN: MR. TAYLOR REYNOLDS AND MR.
ADAM YARON
7447 E. INDIAN SCHOOL ROAD, SUITE 105
SCOTTSDALE AZ 85251

CAREFREE WATER COMPANY
ATTN: MR. GREG CROSSMAN
7181 ED EVERETT WAY
PO BOX 702
CAREFREE, AZ 85377

Exhibit 3 – Letter Sent to Neighbors



TOWN OF CAREFREE

8 SUNDIAL CIRCLE
P.O. BOX 740
CAREFREE, ARIZONA 85377
(480) 488-3686 • FAX (480) 488-3845

April 21, 2021

Dear Property Owner,

The purpose of this letter is to notify you of a Major General Plan Amendment, Case Number 21-03-GPA for approximately 21-acres at the Northwest Corner of Tom Darlington Drive and Carefree Highway. A summary of the request is enclosed for your review. The Town of Carefree, as applicant, is notifying and providing adjacent owners opportunity for input.

There are two planned public open houses that will allow for in person Q&A, as well as a comment drop box. Feel free to participate in either or both.

Open House 1 – May 12, 2021
Open House 2 – May 26, 2021

Time: 5:00 PM to 7:00 PM

Location: Carefree Council Chambers
33 Easy Street
Carefree, AZ 85377

Additionally, if you would prefer, you can contact me with any questions or comments.

The request is to change the underlying use from Super Low Density Residential, to Special Planning Area. Special Planning Area designation is considered a non-residential use per the Carefree General Plan 2030.

Current Zoning on the site is Rural-70. There is no requested zoning change, or specific project requested, at this time. Any zoning amendment would require a project site plan and generate its own public input and legislative approval process.

Please see the further enclosed information regarding the request and COVID-19 notification.

Thank You,

Steve Prokopek
Economic Development Director – Town of Carefree
623-694-2605
steve@carefree.org

Covid-19 Notification

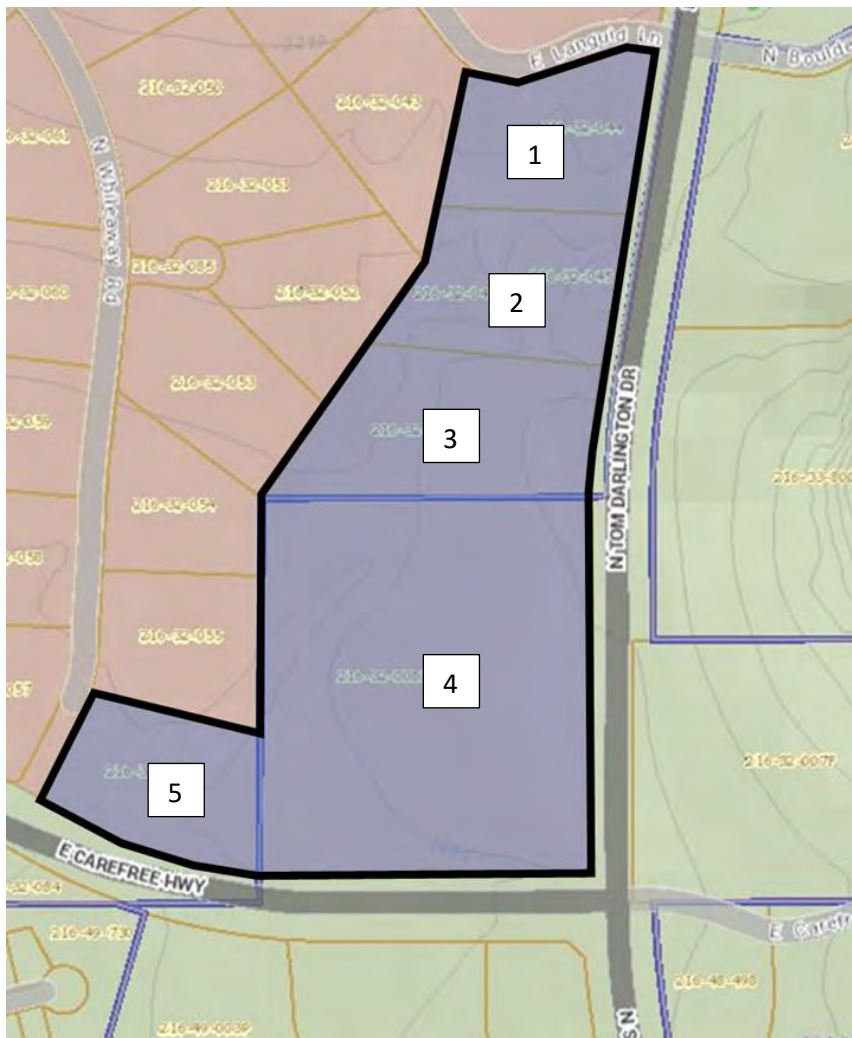
1. Face Coverings are required inside the Council Chambers.
2. There will be a 20-person limit inside the Council Chambers at any given time
3. Hand sanitizer will be available
4. No food or drink will be allowed in the Council Chambers
5. Please use best efforts to 6-foot social distance
6. A comment box will be available outside Council Chambers
7. If you are unable to attend due to these COVID-19 Guidelines, please notify the following for alternative arrangements, which can include meeting outside the council chambers during the Open House time frame.

Steve Prokopek
623-694-2605
steve@carefree.org

Parcels

Source – Maricopa County Assessor

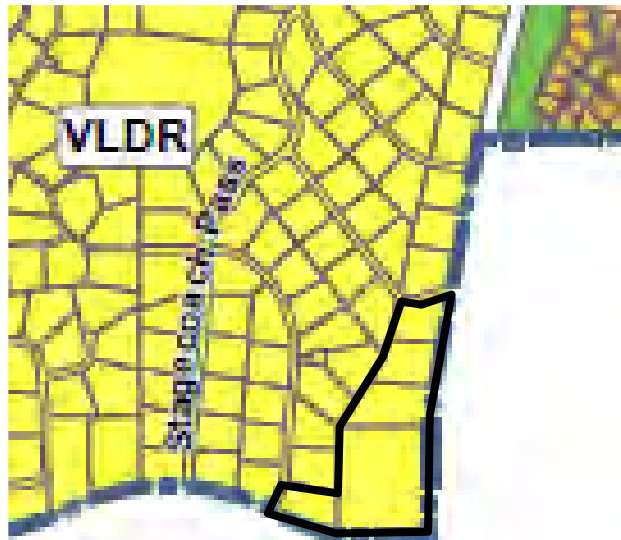
| <u>ID</u> | <u>Parcel</u> | <u>Square Feet</u> | <u>Acres</u> |
|-----------|---------------|--------------------|--------------|
| 1 | 216-32-044 | 95,091 | 2.18 |
| 2 | 216-32-045 | 108,913 | 2.50 |
| 3 | 216-32-046 | 147,081 | 3.38 |
| 4 | 216-32-008J | 450,651 | 10.35 |
| 5 | 216-32-056 | <u>98,925</u> | <u>2.27</u> |
| | | 900,661 | 20.68 |



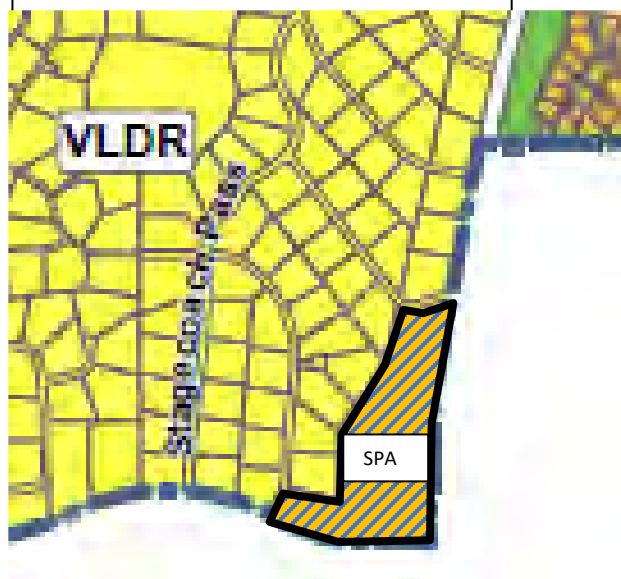
Proposed General Plan Map Amendment

Please visit www.carefree.org/156/Planning-Zoning to review the current general plan.

Existing Land Use
Very Low Density Residential - VLDR



Proposed Land Use
Special Planning Area - SPA



Proposed General Plan Text Amendment

Special Planning Area: Northwest Corner of Carefree Highway and Tom Darlington Drive.

The land use category for the area located north of Carefree Highway and West of Tom Darlington Drive, including the 21-acre site on the frontage of these roadways has historically been designated in the general plan as low density residential. The use adjacent to the south of the 21-acre site is retail/grocery commercial, and to the west, is a church and the Boulders Resort and community, including a retail center on the Boulders property to the southeast of the 21-acre site. The 21-acre site comprises a wash, and several rock formations along with Sonoran Desert species. Given its proximity to the corner of a commercial intersection, and primary access via arterial streets, a more sustainable, destination resort, ancillary commercial and limited neighborhood commercial is expected provided that (1) Establishes and adequate open space buffer to the low density residential neighborhood to the west (2) Provides for the preservation of the natural wash in its natural state in accordance with floodplain regulations, and (3) Provides an economically sustainable land use that would complement the evolving neighborhood commercial uses and destination resort lifestyle. (4) Provides an architectural character that is complimentary to the adjacent land uses to the east in both design and height and density.

Please visit www.carefree.org/156/Planning-Zoning to review the current general plan.

Application Summary

Description

The proposal is to change the land use designation on the 20.68-acre parcel, located at the northwest corner of Carefree Highway and Tom Darlington Drive, and depicted on the Area Context Map, from Very Low Density Residential, to a non-residential use under the Special Planning Area Designation, as depicted on the Proposed General Plan Map Amendment. This action requires a Major Amendment, according to the Carefree Arizona General Plan 2030. The action will also require both a map amendment and a text amendment. The proposed text amendment would amend the Carefree Arizona General Plan 2030 to add the language described on the Proposed General Plan Text Amendment.

The Special Planning Area will allow for commercial uses with a focus on destination facilities such as resorts, restaurants, community centers, museums and ancillary retail, but will not prohibit other uses such as neighborhood retail, which would be limited to the current 10.38-acre Parcel 2 and the area east of the wash on Parcel 3 (Exhibit B). Uses not considered neighborhood retail include: large grocery stores, box retail (single tenant >15,000 SF), gas stations, car washes, fast food pads, drive through establishments, and other uses that encourage excessive traffic per square foot, noise, lighting and parking fields. Anticipated neighborhood uses include single boutique grocery, sit-down restaurants, specialty shops, general neighborhood retail shops and services. Additionally, Parcel 1, 2 and the northern portion of 3, north of the wash, could accommodate a residential use as transition to the existing neighborhoods to the north.

The current zoning for all parcels is Rural-70, which would then become a non-conforming zoning. In order to comply with the proposed land use change, an additional zoning application will need to be made to the Town of Carefree. As this is a Special Planning Area, application for zoning will be made by the property owner, or prospective owner/developer, and will require a site plan as part of the zoning approval. The zoning application will need to address the entirety of the area designated as Special Planning Area.

Amendment Justification

Looking at the Area Context Map, the site under consideration sits at the hard corner of Carefree Highway and Tom Darlington Drive. The current adjacent uses at this intersection of 2 arterial roadways is a neighborhood grocery center to the south, a resort and church to the east, and retail/office to the southeast. All of these uses are adjacent to low density residential.

In November 2020, the Carefree Town Council held a study session, and reviewed and discussed the future economic sustainability of Carefree. During this study session it was outlined that the town will be facing annual operating deficit of over \$3 million in approximately ten years, and to meet this deficit, additional commercial sites need to be considered as the town implemented its economic development strategy. Furthermore, this site

was specifically discussed as a commercial site, along with a discussion about enticing further hospitality and neighborhood retail.

On December 5, 2020, the Town Council further passed a resolution approving the 24-Month Economic Development plan, authorizing staff to work with the property owner on the proposed land use change.

The general area is currently a resort destination, with the Boulders directly across the street, and Civana Resort and Spa nearby in Carefree, which has branded itself as a destination resort lifestyle community. In both cases, the Boulders and Civana are excellent compliments to the low density residential, adjacent to them, and it is the intention of this application to set the expectation along the lines of these uses, and the retail uses associated with them.

The intersection is also a natural location for restaurant and grocery anchored neighborhood retail. The 10-acre corner (along with the eastern portion of the 2-acre along Carefree Highway, could be well suited for further neighborhood scale retail development, potentially hosting a small boutique grocery anchored center, and would provide enhanced neighborhood retail options for Carefree residents.

Not only does the proposed general plan amendment fit in with the character of the neighborhood and general area, but it will also allow the Town of Carefree to address its future fiscal needs to meet other general plan obligations.

The Site

The site itself has never been developed, except for an original homestead residence that has long been abandoned. The site is mostly native vegetation, with interesting rock formations, and a natural wash that runs primarily through the west side of the site. The wash can act as a natural buffer to the residential to the west, and the natural rock formations on the north will limit overall development density.

The site fronts both Tom Darlington Drive and Carefree Highway. Both of these rights of way are owned and maintained by the City of Scottsdale, and are designated as minor arterials in the Scottsdale transportation master plan. Area Context Map shows the intersection, and it is anticipated that further improvements to widen Carefree Highway, at the intersection would be necessary, as well as adding appropriate turn lanes on Tom Darlington. Any applicant for Zoning will need to work with the City of Scottsdale to determine specific improvements and ingress/egress based upon expected project traffic counts. It is anticipated that Whileaway will not connect to Carefree Highway, allowing for access to the site and minimizing traffic in the residential neighborhood. The Town of Carefree owns the Whileaway Right of Way.



Mitigating Residential Neighborhood Impacts

The site is adjacent to existing very low density residential to the west, and is at the bottom of the slope to Black mountain. The site has two major features that actually act as natural buffers to the existing neighborhood. These include a large perennial wash on the west side of the site. This natural buffer would need to be preserved and act as a buffer to the residential homes. Any development that is built west of the wash, would be in scale with the existing homes. The other natural feature includes several rock formations on the north side of the site. These formations should be incorporated to any future development, and will minimize the impact to the residential to the north.

Site architecture will be important, and any development would need to get Town of Carefree approval and would fit in character with the architecture of the developments to the east of the site. As a resort, it is anticipated that site architecture will be consistent with adjacent in nature with the other resorts in the immediate vicinity, which at the time of this application include the Boulders Resort and Civana Resort and Spa, and that development will use existing land forms, natural rock formations and natural vegetation.

The new general plan designation will only change the underlying use, and any project would need to get additional zoning and design review approval.

Anticipated Timing and Engagement

| | |
|----------------|--|
| May 12 | Hold first open house |
| Mid May 2021 | Hold second open house |
| July 2021 | Amendment Text and Map draft sent out for 60-day review period |
| September 2021 | Finalize Amendment Text and Map for Planning and Zoning Commission consideration |
| October 2021 | Publish Hearing Notice Advertisement |
| November 2021 | Planning and Zoning Public Hearing |
| December 2021 | Town Council Public Hearing |

October 20, 2021 – 21-3-GPA

Exhibit 4 – Email to Boulders HOA Management

From: Steve Prokopek <steve@Carefree.org>
Sent: Tuesday, May 18, 2021 3:47 PM
To: Gen Beaulac <Gen@apm-management.com>
Subject: General Plan Amendment

Gen,

I noticed in a recent HOA newsletter, that there was some discussion regarding the general plan amendment the Town of Carefree initiated for the 21 acres on the NWC of Tom Darlington and Carefree Highway.

In November 2020, the Town held a workplan and economic development workshop, and established a process for identifying the key areas of public service, and the goals and strategies of the Town. As part of the strategy, I created the 24-Month Economic Development Workplan, which was further passed by resolution December 2020.

Included in the plan was a pathway to maintain future community financial stability, including recommendations for enhancing the commercial base. After considerable conversation, and review of past planning documents and discussions, we determined it was in the best interest of the community to seek amendment of this site to Special Planning Area. It sits at an arterial intersection, with other commercial uses, and our focus for the change is on destination resort, which will further support our Town Center Retail, and will provide minimal impacts to neighboring residential uses. The designation does offer limited retail, but contrary to the newsletter, currently places several limitations preventing the site from becoming a "shopping center".

There is no current project, and this is simply making the land use change to meet the growing needs of the community, and further capitalize on Carefree as a resort community. Any future projects would need to seek further zoning approval, and provide a comprehensive site plan for the entire site. This general plan amendment allows the adjacent neighbors the opportunity to add additional input to the general plan text, which will be the blueprint for any future proposed projects.

The initial letters went to affected property owners within the citizens participation. This included Boulders CP LLC, as listed owner. However, I would like to provide information to the Boulders HOA as well. Keep in mind, these are not public meetings, but neighborhood meetings open to the public. There will also be public hearings for Planning and Zoning and Town Council per the attached schedule. This is the initial step as we seek input and finalize the amendment text including public input.

Please feel free to share this information with HOA members, and let them know they can drop off, mail or email comments, or participate in our next open house on May 26, 2021 at 33 Easy Street. You or any interested residents can also call me on my cell at 623-694-2605.

Steve Prokopek
Economic Development Director
Town of Carefree
623-694-2605

October 20, 2021 – 21-3-GPA

steve@carefree.org

Good morning Steve,

Thank you so much for providing this additional information. I will pass this along to the Board.

Gen Beaulac, CAAM®, CMCA®
Community Manager
Boulders Homeowners Association
Office: (480) 595-2099
www.BouldersNorthHOA.com



Professionally Managed by:
Associated Property Management
3260 E. Indian School Rd., Phoenix, AZ 85018
480-941-1077 | www.APM-management.com



Effective June 1, 2020, our corporate office located at 3260 E. Indian School Rd. in Phoenix will begin to schedule and limit in-person visits. The following guidelines have been established to ensure the safety of homeowners, employees and contractors when visiting the office: appointments are required and requests are to be submitted at least 48 business hours in advance of the requested date. Requesting a date does not guarantee availability, but we will do our best to accommodate. Appointments will be available Monday through Thursday between 9:00 AM and 4:00 PM and Friday from 10:00 AM to 3:00 PM and will be scheduled in the order requested. Visitors will be required to wear a face mask or face covering and will need to provide their own. Visitors who are ill or have symptoms will be required to reschedule. Thank you in advance for your continued patience during this time.

This e-mail and attachment(s) may contain information that is privileged, confidential, and/or exempt from disclosure under applicable law. If the reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution, or copy of this message is strictly prohibited. If received in error, please notify the sender immediately and delete/destroy the message and any copies thereof.

May 12, 2021 - 1st Neighborhood Meeting

Meeting was held at 33 Easy Street from 5:00 pm to 7:00 pm

35 people with 18 registering and 3 comment cards/letters submitted

In general, the conversation hovered around the necessity for the use and potential impacts for the use change. The discussion lasted about 2 hours, with Steve Prokopek explaining the decisions made and public processes that lead to this site being considered for a general plan amendment. While the tenor of the discussion from several of the attendees was against the initiative, about 4 approached Steve after the meeting in support of or neutral to the proposal. Key items that were discussed:

Land Use Related

1. The area already has retail that is struggling
2. Access needs to be considered for safety
3. Neighbors purchased with understanding VLDR is current land use
4. Town needs to focus on events and advertising to generate revenue
5. Needs to be part of a larger comprehensive financial/land use strategy

Site Related

1. Dangerous intersection at Languid Ln and Tom Darlington
2. Building heights
3. Positioning of service entrances and backs of buildings in relation to homes
4. Views and site lines of prominent features like the “Boulders Stack”
5. Both Boulders and Civana have sewer odor issues

In response to the questions and discussions, the Town posted access to the presentation made by the Economic Development Division regarding the 12-month business plan and redevelopment area. This helped provide greater context to the request, and how this amendment fits in.

May 12, 2021 Neighborhood Meeting Exhibits

Exhibit 1 – Sign-In Sheets

Exhibit 2 - Received Comments and Letters

Exhibit 3 – Meeting Exhibits and Handouts

Exhibit 1 Sign-In Sheets

**General Plan Amendment Neighborhood Meeting
May 12, 2021**

SIGN – IN SHEET (PLEASE PRINT)

| NAME | PHYSICAL ADDRESS | EMAIL ADDRESS |
|-----------------|-----------------------|-------------------------------|
| Marty Ellison | 34611 N. Whiteaway Rd | MRTLSUB@MAC.COM |
| LINDA ELLISON | 34611 N. Whiteaway Rd | Mellison@mac.com |
| MIKE STORINER | 35001 N. WHITEAWAY | storinerm@Comcast.com |
| Avery Dickens | 34800 N Whiteaway | luy@luydickensfiremt.com |
| Richard Dickens | 34820 N. Whiteaway | rdickens@luydickensfiremt.com |
| Steven Hobbs | 34801 N. WHITEAWAY | |
| Randy Greenley | 34801 N Whiteaway Rd | rgreen3@earthlink.net |
| Arcel MILLER | 34626 N. WHITEAWAY RD | Carolin.Miller@cox.net |
| | | |
| | | |
| | | |

General Plan Amendment Neighborhood Meeting May 12, 2021

SIGN - IN SHEET (PLEASE PRINT)

| NAME | PHYSICAL ADDRESS | EMAIL ADDRESS |
|--------------|---|---------------------------|
| John Jackson | 6946 E. Southwestern Way <i>Scottsdale</i> | JJE@JACKSONFBI.COM |
| Paul Sherman | 37604 W. Whilamway CF | PA.SHERMAN@8700.GMAIL.COM |
| Jane Guild | 33058 N. 7th St | JANEGU@MCI.COM |
| Lee Englyner | 5619 Amber Sun Dr | sherman1936@msn.com |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |

Exhibit 2 – Received Comments and Letters

Martin and Linda Ellison

PO Box 2863
34611 N Whiteaway Road
Carefree, AZ 85377

May 12, 2021

Town of Carefree
8 Sundial Circle
PO Box 740
Carefree, AZ 85377

Attn: Steve Prokopek
Economic Development Director – Town of Carefree

Comments on Major General Plan Amendment Case Number #21-03-GPA

We are opposed to the reclassification of the subject property west of Tom Darlington from VLDR to Special Planning Area. In the April 21st letter, the Town of Carefree representative points to the need to increase revenue, and that resort and retail uses provide more revenue than residential uses. We see land-use policy as a tool to serve the citizens, not as a revenue stream.

As has been pointed out well by others in the neighborhood, this location at the intersection of Tom Darlington and Carefree Highway has been a "retail graveyard". Nothing indicates depressed property values more than boarded up businesses.

We have learned from the property owner that access onto Carefree Highway may be sought just opposite the entrance to Liberty Station. That would put this access about 200 yards west of the Tom Darlington intersection which handles a huge volume of traffic from Scottsdale to points west and north, causing even more congestion.

We've been residents of Carefree for five years. We purchased our home specifically for it's very low density residential zoning. The famous Boulder stack across Tom Darlington is our focal point. Contrary to the point of the wash being a buffer for our homes to the west, the east bank of the wash is higher than our property. Sounds from commercial activities such as late night street sweepers and semi-trucks would be amplified through our homes. We're not interested in seeing the service entrance to a convenience store or the back end of a restaurant where dish washers take their smoke breaks.

We also reject the assertion that retail and resort businesses are more vital to the health of the community than residents. The subject property, once sub-divided would host 10 or more luxury homes. The property has been vacant for so long because it has been owned by just one party. In today's market with a significant shortage of buildable lots, this land would not be vacant for long. And City Hall benefits from more than just permit fees and property taxes. New home owners contribute significantly to the town's economy through the consumption of goods and services.

Respectfully submitted,

Martin and Linda Ellison

Handwritten signatures of Martin Ellison and Linda Ellison in cursive script.

Subject: Comments on General Plan Amendment #21-03 GPA 4/21/2021

My name is Sue Hardie. I reside at 34802 Whileaway Road, Carefree. My property is adjacent to the subject five parcels totaling 20.68 acres.

Carefree is a charming destination town. People love to bring their families to the unique, incomparable park at the town center, with its water feature, remarkable sundial, specimen plants, and playground. The surrounding retail shops, businesses, and restaurants are arranged in an easily accessible and inviting fashion. Thousands attend the art festivals every year.

Converting residential lots to commercial use is an unimaginative, shortsighted solution to revenue woes. Trying to turn Carefree into a resort destination is a terrible mistake.

The intersection at Languid and Tom Darlington will cost plenty – in lives. Already, residents cannot exit Languid or from the Boulders safely many times of the day. Adding commercial development will make it deadly.

I urge you to think creatively and with imagination to highlight the charm of Carefree as a destination to shop, eat and enjoy events. Think of ways to encourage events like concerts in the underutilized amphitheater, encourage more retail shops and outdoor dining in downtown to attract visitors, and other larger events like last year's successful Carefree Wheels and Wings at the airport that drew 3,500 people.

Please don't turn Tom Darlington into a dangerous, congested strip of tired commercial property that holds no guarantee of steady revenue. That is not the character of Carefree. Keep Tom Darlington beautiful and safe for our residents and our visitors.

Sue Hardie

Exhibit 3 – Meeting Exhibits and Handouts

Proposed General Plan Text Amendment

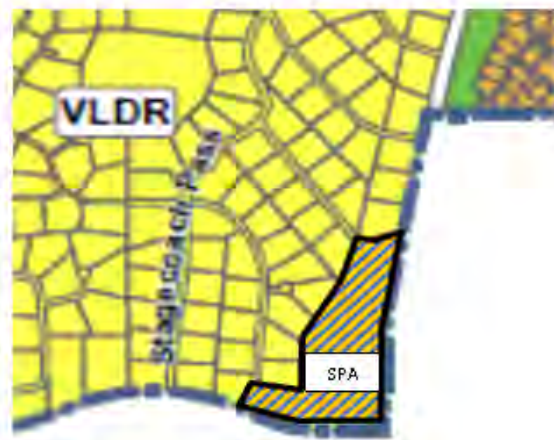
Special Planning Area: Northwest Corner of Carefree Highway and Tom Darlington Drive.

The land use category for the area located north of Carefree Highway and West of Tom Darlington Drive, including the 21-acre site on the frontage of these roadways has historically been designated in the general plan as low density residential. The use adjacent to the south of the 21-acre site is retail/grocery commercial, and to the west, is a church and the Boulders Resort and community, including a retail center on the Boulders property to the southeast of the 21-acre site. The 21-acre site comprises a wash, and several rock formations along with Sonoran Desert species. Given its proximity to the corner of a commercial intersection, and primary access via arterial streets, a more sustainable, destination resort, ancillary commercial and limited neighborhood commercial is expected provided that (1) Establishes and adequate open space buffer to the low density residential neighborhood to the west (2) Provides for the preservation of the natural wash in its natural state in accordance with floodplain regulations, and (3) Provides an economically sustainable land use that would complement the evolving neighborhood commercial uses and destination resort lifestyle. (4) Provides an architectural character that is complimentary to the adjacent land uses to the east in both design and height and density.

Existing Land Use Designation
Very Low Density Residential



Proposed Land Use Designation
Special Planning Area



Anticipated Uses and Access

The Special Planning Area will allow for commercial uses with a focus on destination facilities such as resorts, restaurants, community centers, museums and ancillary retail, but will not prohibit other uses such as neighborhood retail, which would be limited to the area outlined below in red and black.

Uses not considered neighborhood retail include: large grocery stores, box retail (single tenant >15,000 SF), gas stations, car washes, fast food pads, drive through establishments, and other uses that encourage excessive traffic per square foot, noise, lighting and parking fields. Anticipated neighborhood uses include single boutique grocery, sit-down restaurants, specialty shops, general neighborhood retail shops and services. Additionally, the area north of the wash on the two northern parcels, could accommodate low density residential use as transition to the existing neighborhoods to the north.



Whileaway will NOT be extended, but may be preserved for fire access if required. Do not anticipate any access to the SPA area via Whileaway



Only anticipate potential emergency access via Languid Lane



Anticipated Timing and Engagement

| | |
|----------------|--|
| May 12 | Hold first open house |
| May 26 | Hold second open house |
| June 2021 | Revise Amendment to include staff and public input |
| July 2021 | Amendment Text and Map draft sent out for 60- day review period |
| September 2021 | Finalize Amendment Text and Map for Planning and Zoning Commission consideration |
| October 2021 | Publish Hearing Notice Advertisement |
| November 2021 | Planning and Zoning Public Hearing |
| December 2021 | Town Council Public Hearing |

Note: This process is only for the General Plan. Any future project would need to further seek rezoning consistent to this General Plan amendment.

Area Context and Parcels

NWC Tom Darlington Drive
& Carefree Highway



| ID Parcel | Sq. Ft. | Acres |
|----------------------|----------------|--------------|
| 1 216-32-044 | 95,091 | 2.18 |
| 2 216-32-045 | 108,913 | 2.50 |
| 3 216-32-046 | 147,081 | 3.38 |
| 4 216-32-008J | 450,651 | 10.35 |
| 5 216-32-056 | <u>98,925</u> | <u>2.27</u> |
| | 900,661 | 20.68 |

Engagement Prior to 2nd Neighborhood Meeting

May 18 – Received additional emails from Stephanie Barbour, Boulders Resident, regarding the notification process, and lack of availability of information available on the website. She stated she could not attend the meeting. Sent Stephanie an email regarding the process, along with the materials. Explained the website would be updated once we get through the initial neighborhood process, and have a draft amendment that could be shared with the community at large.

May 18 – Had phone call with John Lassen (Property Owner Contact) to update him on outcome of the first neighborhood meeting.

May 19 – Let Lucy Dickens (Whileaway Resident), know her letter had been returned, as she had mentioned she never received one. In the exchange, Lucy shared a picture of her view from her house, and asked that we be sensitive to existing neighbor views.



May 20 – Received email from Sue Hardie (Whileaway Resident,) thanking staff for a well-organized and informative meeting, along with a willingness to listen to neighbors.

May 21 – Met in person with Marty Ellison, Les Hardie and Paul Sharman, all Whileaway residents. They had held a neighborhood get together on Whileaway and Languid Ln. and shared their initial concerns. Staff summarized their concerns into an email that was sent in follow up to the this group of residents.

1. No two story along the wash location unless in a low spot, but generally one-story casitas.
2. Protecting views is a priority, and the boulder mountain is a valued view for the neighbors
3. Two story and higher density ok if in low spots and closer to the corner, which sits at a lower elevation.
4. Retail is ok if focused on the hard corner and consistent with resort type retail like in El Pedregal, including shops and restaurants. Nothing that feels like a strip mall.
5. 1 floor casitas ok on the west side of the wash with limited auto access and developed in a way as not to interfere with views and can assist, along with vegetation, to help screen noise from the site and traffic.
6. No development on the west side of the wash to the parcel with access to Whileaway. (Note: Staff may simply just leave this triangle VLDR since it has access to Whileaway. This would prevent a non-residential structure).
7. Look for ways to mitigate traffic noise
8. Higher lot coverage density is ok with adequate buffers, view sightlines, onsite lighting, site noise and traffic sound travel.

October 20, 2021 – 21-3-GPA

June 7 – Catherine Mulholland (Whileaway resident) – Thanked staff for reassuring that we are also addressing Town Center, and that the assessment of Town Center as an area in need of revitalization, including inadequate sidewalk layout was correct. This was in context to how the presentation made on how the potential resort development is a complement to the Town Center and fits into the overall economic development strategy.

June 7 – Don Buch (Terravita Resident) – Thanked staff for the update.

May 26, 2021 - 2nd Neighborhood Meeting

Meeting was held at 33 Easy Street from 5:00 pm to 7:00 pm

Exhibits from the meeting are the same as the previous meeting.

25 Attendees with 13 signed and 3 letters/comment cards submitted

Many of the same participants showed, up, but the meeting also included a representative from the church across Tom Darlington from the subject site. In a brief conversation the church expressed concern regarding noise that could travel from the resort to the church site during services. In general, many of the same issues were discussed and Steve Prokopek provided a lengthy update on the economic development plan, including the need for revenue and the redevelopment plans for Town Center. Steve stressed how a resort fit into the context of the Carefree vision, and would support Town Center businesses. It was a robust conversation that lasted the entire 2 hours. Key items brought up include:

1. Not creating another vacant retail center
2. Address the intersection of Languid Ln and Tom Darlington
3. Don't implement this initiative without considering alternatives such as Town Center, Cave Creek Road/Carefree Highway, 40-acre State land
4. Ensure that neighborhood commercial does not create a significant in/out traffic large parking fields, strip centers, excessive lighting and noise
5. Minimize development/height/parking on the west side of the wash
6. Maintain key neighborhood views including the "Boulder Stack"
7. Use buildings and landscape to mitigate traffic noise
8. Use natural landscape buffering and setbacks to protect privacy, and minimize visibility of buildings
9. Create a gateway statement on the immediate corner
10. Be conscious of building heights, and keep one story (Note: Staff will be looking at overall heights vs. floors)

May 26, 2021 (2nd) Neighborhood Meeting Exhibits

Exhibit 1 – Sign-In Sheets

Exhibit 2 - Received Comments and Letters

Exhibit 3 – Additional Meeting Exhibits and Handouts (Note this includes additional material to the first meeting handouts)

Exhibit 1 – Sign-In Sheets

**General Plan Amendment Neighborhood Meeting
May 26, 2021**

Sign-in Sheet (Please Print)

| NAME | PHYSICAL ADDRESS | EMAIL ADDRESS |
|---------------|-----------------------|----------------------|
| Don Buch | 6572 E Sleepyowl | dnbuch@hotmail.com |
| Paul Sharman | 34604 N. Whiteaway | |
| Suzanne Haas | 34801 N. WHITEAWAY | ephase2@gotsmk.com |
| Jue Hardie | 34802 N. Whiteaway | suehardie@aol.com |
| LES HARDIE | " | lesghardie@gmail.com |
| LINDA ELLISON | 34611 N. WHITEAWAY RD | l1ellison@mac.com |
| MARTY ELLISON | " " " | mrtlsn@mac.com |
| CAROL MILLER | 34626 N. WHITEAWAY RD | carolmiller@cox.net |
| | | |
| | | |
| | | |

General Plan Amendment Neighborhood Meeting May 26, 2021

Sign-in Sheet (Please Print)

| NAME | PHYSICAL ADDRESS | EMAIL ADDRESS |
|-----------------------|--|-------------------------------|
| Sharon ... | 8460 N ... 5 ... | Sharon ...@msu.edu |
| Jim Passage | 6507 E Amber Sun Dr | passagej@yahoo.com |
| Catherine Mulholland | 34805 N Nevermind Trl 35011 N Whiteaway | Cathyotr@gmail.com |
| Romy Greenley | 34801 Whiteaway Rd | rom@gprison.com |
| Alan L. Watson | 7636 E Newcharter Ave | ALANLW@MSU.EDU |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |

Exhibit 2 – Received Comments and Letters

**Subject: Comments on General Plan Amendment # 21-03
GPA 4/21/2021**

My name is Les Hardie. I reside at 34802 Whileaway Rd., Carefree. My property is directly adjacent to the subject five parcels totaling 20.68 acres. For convenience, the subject parcels will be referred to as "the site".

My comments will refer to claims and statements made in the 4/21/2021 letter from the Town of Carefree referenced above.

Claim: "The general area is currently a resort destination..."

Response: This is not true. The general area is overwhelmingly residential. The site is entirely within a VLDR designation containing ninety-two (92) large residential lots (see VLDR map attached to town letter). These residential parcels are part of a much larger residential region bounded by Cave Creek Rd to the north, Tom Darlington to the east, Cave Creek Rd. again to the west, and Carefree Hwy. to the south, containing hundreds of homes. The immediate north and west sides of the site are completely residential, and the immediate east and south sides of the site are along high-traffic Tom Darlington Rd. and Carefree Hwy. The east side of the site faces The Boulders, which is primarily residential (the actual resort buildings in The Boulders are deep inside that development and unavailable to casual travellers on either streets).

The failed El Pedregal Center at the southeast corner is not a "resort", and there are no "resort facilities" in the struggling Terravita Shopping Center. Obviously, the church on the northeast corner of the intersection is not a "resort".

Moreover, the claim that the site is near Civana Resort is also not true: Civana is approximately 3-4 miles to the northeast of the site, hardly "nearby".

Thus, by any standard, the general area is residential, not "a resort destination".

Claim: "The intersection (Darlington Rd and Carefree Hwy) is also a natural location for restaurant and grocery anchored neighborhood retail...a small boutique grocery anchored center..."

Response: If history is any guide, this intersection is the worst possible place for such uses. This intersection has the dubious distinction of hosting two failed retail concerns, El Pedregal and the Terravita supermarket. El Pedregal was once a thriving retail center, but has been virtually empty for years. Only the Spotted Donkey restaurant keeps El Pedregal from being shuttered or razed to the ground.

The Terravita shopping center lost its supermarket anchor tenant years ago and, with the popular Sprouts and Bashas markets nearby, has no prospects of recovery. Those two food markets more than adequately serve the surrounding neighborhoods.

If the Terravita food market was not viable, why would another small food market on the site be different?

Moreover, a resort on the site would be accessed primarily by traffic going north through that intersection, then turning left into the site. This would seriously disrupt the flow of traffic on Tom Darlington, which is the only entry into and exit from the town of Carefree at the eastern end of Carefree Hwy. Presumably traffic would enter the site at Languid Lane. Would the town install a roundabout? A traffic light? Either one will cause major disruptions in traffic flow.

Claim: Commercial development on the site "will also allow the Town of Carefree to address its future fiscal needs to meet other general plan obligations...the town will be facing an annual operating deficit of over \$3 million in approximately ten years..."

Response: Thank you for letting the cat out of the bag. The town is hoping, guessing, praying that development of the site will raise revenue for the town. What evidence is there that development of this site will materially reduce this projected deficit?

This claim raises many questions:

- What revenues are projected to be raised by site development?
 - What are the assumptions being made about revenue from a resort vs. retail?
- Has any such study been done? If so, when and by whom? What are its conclusions?
- Did the projection of a \$3 million deficit factor in revenue, including sales and bed taxes that will be raised by the new Hampton Inn hotel?
 - Did the projection factor in revenue that will be raised by the new condo units next to the post office?

— Has the town projected the revenue it would receive if it rezoned this 21-acre site into ten two acre parcels and allowed construction of large homes consistent with the area?

—How does this projection compare to the resort/retail projections?

—What are the “other general plan obligations” that need to be met? Why weren’t these obligations spelled out? Is there a document that spells them out?

—Why should affected residents agree to unspecified and unnamed “future fiscal needs” to pay for other unnamed “general plan obligations”? Transparency requires competent analysis of the economic benefits and burdens of residential vs. commercial on the site, not some vague hope of a windfall out into the future.

Assuming the town of Carefree really will have an operating deficit in ten years, now is the time to spread that burden fairly among all the residents of Carefree, not foist it on the backs of the residents of Whileaway Road, Languid Lane, Stagecoach Pass, and Leisure Lane.

Claim: “Anticipated uses include single boutique grocery, sit-down restaurants, specialty shops...retail shops and service.”

Response: Sprouts and Bashas are both boutique grocery stores conveniently located near the site. The fact that the Terravita grocery store has been closed for several years proves there is no demand for another grocery store for the residents. Terravita already has three restaurants, and there are dozens more close by in Carefree and Cave Creek. Developing this site in the hope that more restaurants will open there seems to be a fool’s errand.

Claim: Architecture of the proposed resort on the site “ will be consistent with...the Boulders Resort and Civana Resort...”

Response: The site is too small to accommodate a resort like the Boulders or Civana. Comparing those mega-resorts to a tiny facility under consideration is like comparing a pond to the ocean. A small B&B is more likely. A “micro-resort” will not generate the revenue the town is hoping for.

Other observations

The property owners on Whileaway Road, Languid Lane, Leisure Lane, and Stagecoach Pass Road will be severely impacted by any resort/commercial development on the site. Traffic and noise will increase exponentially. The quiet open -space feel of the residential area will be destroyed. There is no justification, economic or otherwise, for changing the existing very low density

residential zoning of the site. That zoning was and is consistent with the surrounding area. It made sense to zone it VLDR in the General Plan and it makes sense to leave it as is.

I am not arguing that the site should be left undeveloped. The site should be developed with homes as was originally envisioned in the General Plan. The region is experiencing rapid growth and housing inventory is low. Carefree needs more homes, not more resorts or retail. The town of Carefree should not "roll the dice" in the hopes that a resort/retail project will help solve its revenue woes.

Respectfully submitted,
Les Hardie

Carefree - I will only support
a hotel that is one-story.
Significant setbacks + vegetation (existing
preserved as much as possible) so
buildings are not visible from roads
or any surrounding homes.
Sue Hardie

Marty Ellison 34611 N Whelanway Rd.
425-941-9451

Limit ALL construction to 1 story

No Development West of the Wash

Retail Business Limited to Resort activities

Limit Hard Surfaces i.e. Parking to
mitigate Run off into Wash

Exhibit 3 – Additional Meeting Handouts

Economic Development 2021-2022 Workplan Strategic Work Plan

As the Town of Carefree examines future services requirements and costs, under the current revenue models, we project the need for approximately \$3.0-3.5 MM in additional annual revenue by 2030. The contributing factors to this budget gap include: Inflationary increases (est. \$1.8MM); Loss in revenues (est. \$400K); Replacement of depreciated assets (est. \$1.0MM). Additionally, as the Town nears build-out, the Town can rely less on one-time revenue sources, such as construction sales tax, as well as, reductions to state shared revenues.

In order to meet the future gap, and future expanded community service needs, the Town needs to create a sustainable source of recurring annual revenue. In lieu of an ad valorem tax, the Town will need to implement strategies to create other sources, including retail sales tax, hospitality tax, and rental tax.

Overall, to meet this primary goal, the Town has the following Economic Development Objectives:

1. Develop the NEC of Cave Creek Road and Carefree Highway
 - a. Anticipated Use – Regional Commercial
 - b. Estimated Annual Revenue - \$1,200,000
 - c. Estimated Time Frame – 60% by 2024; 90% by 2026; 100% by 2028
2. Develop the NWC of Carefree Highway and Tom Darlington Drive
 - a. Anticipated Use – Hospitality and neighborhood retail/restaurant
 - b. Estimated Annual Revenue - \$1,000,000
 - c. Estimated Time Frame – 80% by 2025; 100% by 2027
3. Develop State land Parcel on Cave Creek Road south of Sky Ranch Airport
 - a. Anticipated Use – Mixed Use with at 50% commercial/hospitality
 - b. Estimated Annual Revenue - \$1,300,000
 - c. Estimated Time Frame – 50% by 2026; 100% by 2028
4. Maximize Town Center
 - a. Anticipated Use – Neighborhood Retail, Hotel and Rental Housing
 - b. Estimated Revenue - \$550,000
 - c. Estimated Time Frame – 40% by 2021; 80% by 2024; 100% by 2027

In order to meet these objectives, the Town will engage in the following strategic initiatives over the 24-month period (2021-2022 calendar).

- Create Economic Development Advisory Board – The Economic Development Advisory Board is Town Council appointed Board, with Board Members having a two-year term. After the initial Board is created, Board Members will be selected the December after in the year of a Town Council general election, with terms

running starting and ending on January 2. The Commission will meet monthly, and provide staff guidance on the economic development, land development, disposition and acquisition and financial strategies approved by the Town Council.

- Evaluate Town Signage and Pedestrian Access – Town will look to engage a consultant to evaluate and provide advice on a comprehensive Town Signage, walkway and crosswalk plan. This may occur part and parcel to any refinements to the Town Center Master Plan.
- Prepare options for potential Town Hall relocation and development of current Town Hall site – Town Hall currently sits on a valuable piece of commercial property with direct frontage to Caver Creek Road and the Sundial. Staff will examine multiple options to see how a future, 5,000 square foot Town Hall can be completed, while enabling other Council objectives.
- With owner consent, initiate, March 2021, and process general plan amendments as special commercial planning areas in an effort to meet future revenue needs of the Town. It is anticipated these will be provided for P&Z consideration November 2021 and Town Council December 2021.
 - 45 acre State Land Parcel south of Sky Ranch
 - 21 acre NWC of Carefree Highway and Tom Darlington
- Initiate retail development, tourism and absorption study to better understand the capacity and nature of retail and destination venues, such as resorts, to build a better timeline and probability of reaching future revenue goals. Absorption analysis should be done in concert with general plan amendments and Town Center master plan.
- Engage Town Center property owners, starting January 2021, and begin master plan discussions. This Master plan will further expand upon the initial concepts of the Baker Study, and along with the retail absorption analysis, refresh the economic and demographic data
 - Examine “Main Street” Concept for Cave Creek Rd and Tom Darlington Drive to provide commercial street frontage, sidewalks and on-street parking, which could improve pedestrian connectivity, slow traffic and create a better sense of arrival, as well as enable the viability of vacant commercial properties.
 - Examine parking, signage and pedestrian access in concert with a comprehensive Carefree signage and pedestrian study
 - Recommend zoning changes that allow for a more functional and efficient development and use of space consistent with the values of Carefree and financial goals to increase revenue. Specifically, mixed use should be encouraged with a focus on adding more diversified residential opportunities to the Town Center
 - Charrette key corridors to develop better auto and pedestrian linkage between commercial subgroups, for example, the roadway/sidewalks connecting 100 Easy Street to Spanish Village.
 - Identify costs and funding solutions. This is critical, as any solutions may require some level of property assessment. The key is to work with

property owners on these solutions so that public improvements made increase the viability and value of impacted commercial properties

- Examine options to add additional residential within the Town Center
- Continue to work with developers on NEC Cave Creek Rd and Carefree Highway. Property is already zoned, and we are actively engaged with developers for the site.
- Create wellness and destination strategy to build upon the vast number of wellness business in Carefree, Civana, Spirit in the Desert, Hampton Inn, as well as outdoor amenities including Bartlett Lake, Tonto National Forest, desert preserves, horseback riding and off-roading. Proposal to be completed by June 2021.
- Implement Marketing strategy (see below)
- Work with businesses to coordinate sector associations. The idea is to create retail business sector associations, such as restaurants, art, wellness, home and fashion, and develop marketing, PR and event strategies with each to generate more traffic. The leaders of each organization can share information from group to group and can routinely provide advice to the Economic Development Commission. Complete all associations by May 2021.
- Develop strategies to maximize gardens and Sanderson Lincoln pavilion to bring in the best possible events, that are complementary to Carefree, as well as, create a slate of community events and activities that benefit Carefree residents and businesses. Staff will consider options for professionally managed services. Bring recommendations to Council by June 2021.
- Work with property owners on redevelopment and adaptive reuse strategies including Los Portales, Mariachi Plaza, 100 Easy Street 11 Sundial Plaza and Town Hall. Engage during Town Center master plan discussions.

Marketing Plan Outline

- Hire communications and marketing coordinator
- Develop strategies for
 - Local trade area
 - Greater phoenix destination
 - National program in conjunction with resort
- Create relationships with Bartlett Lake, National forest and DFLT
- Develop comprehensive social media and electronic platform
- Update Economic Development Website with market information and site opportunities
- Implement business development strategies with developers and brokers
- Develop cluster retail associations
 - Restaurants
 - Art Galleries
 - Health, beauty and wellness
- Work closely with businesses and local associations to identify customer bases and develop targeted marketing strategies, for example art consumers
- Maximize the value of Sanderson Lincoln Pavilion, Thunderbird Artist shows, sundial and gardens

October 20, 2021 – 21-3-GPA

June 7, 2021 - Sent follow up email to all attendees that requested further information. Email summarized the meeting, and attached the 24-Month Plan for Economic Development to clarify questions regarding the context of the land use request.

July 2, 2021 - Sent second follow up email to all attendees that provided the update text to the General Plan amendment as an attachment, which also included a floodplain map so people could see how this impacts the site.

July 2021 - Updated the Carefree.org website to include the General Plan information on the Economic Development Webpage, as well as include an update in the September Spotlight on the Carefree.org website. [Hospitality Growth Strategy | Carefree, AZ - Official Website](#)

9/13/2021 - Sent third follow up email confirming the 7/2 version of General Plan amendment as final draft, along with the remainder of the process.

Further Individual Input and Engagement

Stephanie Barbour (Boulder's Resident) - Continued the conversation with Stephanie discussing how the resort use would support Town Center, as well as, provide more stable revenue streams for critical services. After this conversation, she commented that 1. Being high quality and unique to the location (Hermosa Inn as reference), would be important to win resident support. 2. Maintain natural desert. 3. That if part of a revenue strategy, the Town should look at how these revenue sources lead to Tier 1 services. Note: Ms. Barbour stated that her comments do not suggest or imply support for the amendment, and further noted much would depend on how any future project would impact Black Mountain residents.

Maureen Benedetto (Boulder's Resident) - Maureen reached out, and asked to be included in any future updates, and also questioned the outreach process. All information was shared with her, including the Boulder's HOA outreach email, and she was included in the third general follow up email. She additionally inquired about water to the site, and those questions were responded to by Greg Crossman and Gary Neiss.

Whileaway Residents (Sharman, Hardie, Ellison, Dickens, Grenley, Veves) – Received the following text messages on June 14, 2021. This information was included in the discussions with the property owner. In a conversation with the Planning Director, it was noticed that many of these issues would be more zoning related as stipulations to the site plan and zoning. This information was relayed to the residents, also noting the process for rezoning, and that these issues would be relayed as part of the information provided to Planning and Zoning and Town Council. This text also triggered further onsite evaluation, from each of these properties, which all together would help shape the current version of the General Plan Amendment.

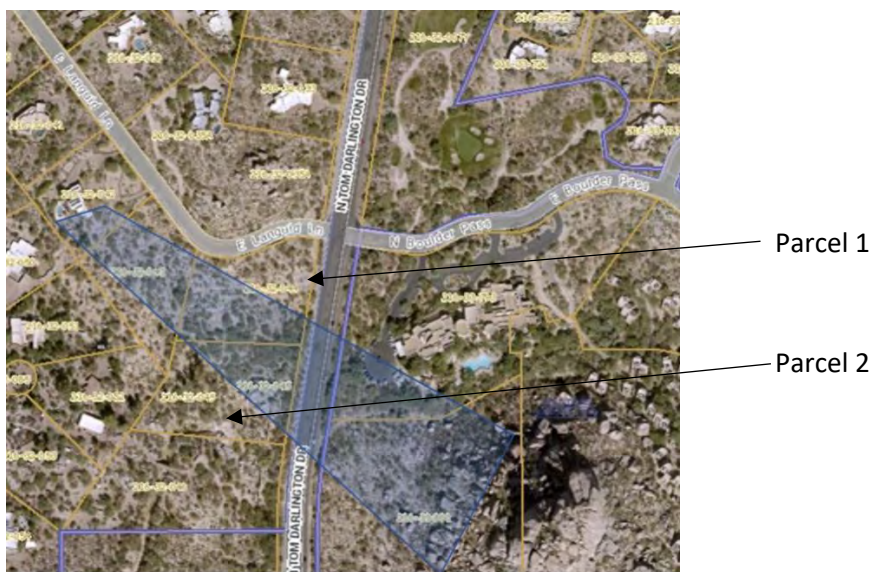
| | | | |
|--|---|--|---|
| <p>Good afternoon Steve. This is a draft of our proposed stipulations to the SPA. It's coming from the Ellison's, Sharman's, Hardy's and Ronnie</p> <p>2nd Draft of Proposed Stipulation to Special Planning Area (SPA) text:</p> <ol style="list-style-type: none">1. Lot 1, (parcel 216-32-044) and lot five, (parcel 216-32-056 west of the wash shall not be part of the SPA.2. Lots 2,3,4 and the part of 5 east of the wash shall be in the SPA and will be allowed a resort development with the following restrictions:<ol style="list-style-type: none">A. No access on Whileaway Rd or Languid LaneB. Resort buildings limited to one story.C. Resort will be a "boutique" resort similar to Hermosa Inn in Paradise ValleyD. No casitas or other buildings on west side of wash from North end of Ronnie's parcel (216-32-054) south to Carefree Highway. | <p>E. Build a 6 foot high wall along the east edge of the wash starting directly east of Ronnie's north property line then running southerly to the Carefree Highway.</p> <p>F. No buildings, structures, or parking lot on lot 5, at the southwest corner of property west of the wash.</p> <p>G. Resort-related shopping is permitted if integrated into resort design; ie, no unrelated stand-alone retail permitted on parcel (eg, Trader Joe's, Chick-fil-A, gas station, etc)</p> <p>G. Parking for all employees and guests will be within the parcel and not on surrounding streets.</p> <p>H. Emergency road access onto Carefree Hwy permitted but otherwise such access kept locked</p> <p>Jun 14, 5:26 PM</p> | <p>Art and Janet from languid Lane proposal.</p> <p>Any service employee residences, laundry, gas, golf cart storage/ maintenance, food services, etc. should be included in parcel 4 of 10.35 acres preferably on corner of Carefree Highway & Darlington (similar to positioning of same services at the Boulders along Darlington).</p> <p>When development begins, Construction vehicles should be restricted to Carefree Highway and Tom Darlington without passage on Languid Lane or Whileaway.</p> <p>The 4 corner intersection of Boulder Pass/Languid Lane/Tom Darlington needs careful scrutiny and redesign due to the existing dangers to traffic on both sides of Darlington.</p> <p>30% of native vegetation should remain to maintain the vista and sound barrier to provide on parcels 2,3,4.</p> | <p>More from Art and Janet</p> <p>I don't see why they couldn't put the entire Inn on plat 4. The Hermosa Inn sits on only 6 acres - 17 units providing 34 casitas. That would leave an additional 4+ acres for a buffer, or a native species horticultural space along the western boundary.</p> |
|--|---|--|---|

Abutting Neighbor Site Evaluation

Art and Janet Veves – Had multiple conversations with Art and Janet via email and in person, including a 2.5-hour on property conversation and walk of the north side of the subject site. Art and Janet have concerns regarding the view back to the “Boulder Stack”, noise, access to Languid Lane and lighting from the site disrupting current dark sky conditions, and asked about removal of Parcels 1 and 2. The following is the view from the Veves residence. Please note that the Veves residence is not adjacent to the site, but is separated by an existing residential lot to the east. This lot will remain Rural-70. For context, the building in the distance is the Boulder’s Spa. It’s one of the largest buildings in the area, and is 30 feet tall from the roadway grade at Tom Darlington. The Veves residence sits at a grade approximately 15 feet above the Tom Darlington.



For further context the trees in the following view corridor are in the 25 foot range. From the property adjacent to the Veves residence, the land slopes down toward the street grade, with the majority of buildable area on Parcel 1 and Parcel 2 on the subject site at grade with the street. Note also on the NEC of Parcel 2, there is a large rock formation preventing any development. The following is a view diagram based upon the picture above.



Based upon this analysis, it appears that development height in the view corridor is manageable, and should remain below the low grade of the “Boulder Stack”. Note: Today a home could be 24 feet, including the the property site in between the Veves Residence and subject site.

Whileaway Site Evaluation – This evaluation examined the subject site from 4 different points 1. Sharman Home 2. Ellison Home (Back Yard) 3. Grenely Home (Back Yard) 4. Dickens Home. This provides perspective from both sides of Whileaway and at different ends of the street. The Sharman residence has no view to the subject site, as it sits below grade and is blocked by existing vegetation. During any site plan, this vegetation buffer needs to be considered. The Ellison residence sits about 2 to 3 feet below the eastern edge of the wash, and along with existing landscape provides limited view of the subject site. The Grenley residence sits at or slightly above the subject site grade, and will be the most impacted regarding views. The bulk of the subject site sits to the southeast of the residence. The southeast view doesn't have anything of interest. However, it should be noted that a portion of the subject site (west of the wash) is directly adjacent to Grenley residence, and consideration of this needs to be addressed in the site plan and zoning process, as well as any view back to the "Boulder Stack" and any additional visual buffering towards development on the subject site. Note: the residence north of Grenley is owned by the subject property owner, and comments are reflected earlier in this report. The view from street grade from the Dickens residence is mostly hindered by vegetation and distance, however, it is noted that the view from the second floor will look down towards the subject site.



Key Takeaways for Site Plan and Zoning Consideration:

- Natural vegetation on west and east side of wash acts as visual buffer
- Adjacency and buffering to the Grenely Residence - Blue
- Buffer from south side SEC of Ellison Residence
- Existing Views to the "Boulder Stack"
- Northwest portion of Parcel 5 south of Hardie and east of Sharman

For context with the following diagrams, El Pedrigal is roughly 50 feet to the top of tower and 30 feet to roof line. Shopping center is 30 foot to roofline. Left photo is towards Boulder Stack, Right Photo is towards intersection of Carefree Highway and Tom Darlington Drive.

Sharman



Ellison



Grenley



Dickens



Follow Up From Neighborhood Meetings Exhibits

6/7/2021 Email

7/2/2021 Email

9/13/2021 Email

October 20, 2021 – 21-3-GPA

6/7/2021

Dear Open House Attendee:

Thank you very much for your participation in the neighborhood input process regarding the general plan amendment for the Northwest Corner of Carefree Highway and Tom Darlington Drive. The conversations and input were extremely helpful. In total, from the 37 registered letter sent out, we had a total of 40 participants, with 32 requesting further information.

I appreciated the opportunity to discuss the rationale for the amendment, as well as, the other economic development initiatives. As presented, the Town has the responsibility to ensure the long term sustainability, ensure productive land use, and how these uses fit together Carefree. I attached the 24-Month workplan for your reference.

As discussed, my role with the Town is to ensure a healthy economic balance of complementary uses that allow for the provision of quality public services, however, this should not be done at the expense of those potentially impacted.

At this point, the Town is in process of taking the information provided, reviewing this with the Town Planner, and further amending the text and map amendments that were provided at the meeting. These revisions will be shared as soon as they are available. Comments and concerns to be included in the revision:

1. Not creating another vacant retail center
2. Address the intersection of Languid Ln and Tom Darlington
3. Don't implement this initiative without considering alternatives such as Town Center, Cave Creek Road/Carefree Highway, 40-acre state land
4. Ensure that neighborhood commercial does not create a significant in/out traffic large parking fields, strip centers, excessive lighting and noise
5. Minimize development/height/parking on the west side of the wash
6. Maintain key neighborhood views including the "Boulder Stack"
7. Use buildings and landscape to mitigate traffic noise
8. Use natural landscape buffering and setbacks to protect privacy, and minimize visibility of buildings
9. Create a gateway statement on the immediate corner
10. Be conscious of building heights, and keep one story (Note: we will be looking at overall heights vs. floors)

Again, thank you for the comments, letters, phone calls, emails and photos. They have been an excellent help.

Steve Prokopek
Economic Development Director
Town of Carefree
623-694-2605

October 20, 2021 – 21-3-GPA

7/2/2021

Dear Open House Attendee,

You are receiving this email because you asked to be included in the ongoing discussion regarding the general plan amendment for the Northwest Corner of Tom Darlington Drive and Carefree Highway.

Attached is the revised version of the text and map amendments. This revision takes into account all comments, including those from the Town Planner. I feel this reflects the majority of input received, and will allow for the type of development we discussed, without creating unrealistic barriers to having a successful land use.

One specific issue I want to address, was the request for single story. The challenge with this, is single story does not address building height and density. Additionally, having all, single story buildings, could be at odds with minimizing site disturbance and maximizing buffers and open natural open space/landscape. Therefore, the language deals with site intensity and adjacent use.

Also, I included a map of the flood plain, which will be preserved.

If you have any further questions or comments, please feel free to contact me. If any further changes are made, I will continue to notify you.

Remaining Schedule

| | |
|----------------|--|
| July 2021 | Amendment Text and Map draft sent out for 60- day review period |
| September 2021 | Finalize Amendment Text and Map for Planning and Zoning Commission consideration |
| October 2021 | Publish Hearing Notice Advertisement |
| November 2021 | Planning and Zoning Public Hearing |
| December 2021 | Town Council Public Hearing |

Thanks,

Steve Prokopek
Economic Development Director
Town of Carefree
623-694-2605

October 20, 2021 – 21-3-GPA

9/13/2021

Dear Interested Participant:

You are receiving this because you requested to be informed on the on updates regarding the General Plan Amendment for the NWC of Tom Darlington and Carefree Highway. Attached is the current amendment draft. I feel very comfortable that this amendment reflects the best use for this site, while taking into account the impacts it potentially can have on the adjacent properties. Outside of the input to date, neighbors and the public will have 2 public hearings to further address General Plan Amendment. It is anticipate these will be done via Zoom, so I wanted to provide notice that you will also have the opportunity to submit any written comments, prior to the public hearings to be read into public record directly, to Kandace French at Kandace@carefree.org. The links to the Zoom Meeting will be provided on www.Carefree.org. You can also access the other economic development initiatives on this site.

The Amendment is still currently in the 60 day outside jurisdiction review. This will run through September 27, but we do not expect to have any issues.

The next steps are:

1. October 30 day notice of Planning and Zoning Commission Public Hearing – These activities will be handled by the Planning Department in accordance to Town Code
 1. Publish in Local Paper
 2. Notify Property Owners in Immediate Area
 3. Place signs onsite
2. November 8 Planning and Zoning Meeting
3. December 7 Town Council

Attached is the most recent version, which is unchanged from the last email sent. Keep in mind, this is a General Plan amendment. This amendment sets the use and outlines the expectations for future development. The following outlines (based upon the neighborhood meeting discussion and input) the Planning and Zoning presentation I intend to make. If there is anything else you think needs to be addressed, please let me know:

- Why did the Town initiate this General Plan Amendment?
 - The Town has set goals to increase and diversify its economic base and revenue streams to offset rising costs and demand for increased services
 - This site represents one of the best opportunities to address the revenue needs of the Town, as it sits at an existing commercial corner
 - This site will also fit into a larger economic development platform that includes Town Center, The 45 acre state land parcel on Cave Creek Rd., and the NEC of Cave Creek Road and Carefree Highway
 - In total, these opportunities can increase revenues by about \$3 million annually, and provide for more stability beyond the handful of revenue producers, including Lowes and Bashas.
 - While the Town has the fiduciary obligation to improve and stabilize revenue streams, it also has the obligation to residents impacted by these decisions. While the Town has an interest in this site for a greater goal of the community, we do not have a vested

interest in the site itself. Therefore, the Town could take a more objective approach when balancing revenue needs with project impact mitigation.

- Why a Resort Use?
 - The Town of Carefree was founded as a resort community
 - The character and context of the intersection supports a resort use (This is an established commercial corner on an arterial intersection)
 - The landscape, views, proximity to amenities, retail and restaurants make this an excellent resort site
 - A resort use can be designed and developed in better context with large lot residential, for example Paradise Valley
 - Resort use will further support businesses in Town Center, and help further help Carefree solidify itself as a destination, while creating a complementary mix with the Hilton and Civana
 - The Town feels very confident the use is valid, will contribute to the communities sustainability, and can be a seamless fit to the existing adjacent uses.
- Neighborhood Input
 - We held two in person meetings, and I have followed up directly with many residents in the area to gather input.
 - In these conversations, there were two elements. 1. The validity of use, which I addressed above and 2. The impact of use. While we strive to find win-win scenarios, we also look to make sure that such decisions have benign impacts on surrounding use.
 - As part of the input process, the Town did communicate with the property owner regarding the neighborhood input, as well as seek property owner input as well.
 - As to number 2 above the key conversation points were
 - Building Height and uses and intensities next to residential
 - Set-backs and Buffers
 - The amount of non-resort retail
 - Parking density and strip mall look and feel
 - Site noise and sound attenuation
 - Protecting views of prominent features
 - Keeping the natural environment preserved as much as possible
 - Architecture that is in character with the Sonoran Desert
 - All of these factors were taken into account with the following incorporated into the document
 - Require adequate setbacks and maintain existing natural features
 - Utilize existing land formations and preserve the natural wash
 - Further limitations to retail intensity and including a statement to not look or feel like retail center
 - No corporate branded architecture, and architecture must be unique and in character with the area
 - Site intensity to match up with adjacent uses
 - No access to Whileaway, and no customer access anticipated on Languid Lane
 - Site design and layout will need to evaluate neighbor views
 - Additional Discussion
 - Need to look at the intersection of Languid Lane and Tom Darlington for safety concerns

October 20, 2021 – 21-3-GPA

- Next Steps
 - Any project would require a rezone, and would need to follow the process for rezoning including neighborhood outreach and two public hearings.
 - Any rezone would require a complete site plan for the entirety of the 21-acre site

Please feel free to call me or email me with any questions.

Thanks,

Steve Prokopek
Economic Development Director
Town of Carefree
623-694-2605

Conclusion

This process included a robust neighborhood engagement effort to gain input from adjacent and nearby neighbors most affected by the General Plan Amendment. Much of the early discussion focused on the validity of the use. After establishing the value of the use to the community, there was significant input regarding site issues and mitigating site impacts.

As applicant, the Town of Carefree took care in gathering this input, and capturing it in this report. In addition, care was taken to see things through the lens of the neighbors most affected, and performed a site analysis from adjacent properties.

It's safe to say that the input gained from the neighbors helped guide qualitative changes to the General Plan Amendment from its first draft to the most current draft. Specifically, these changes further limited the retail component, set higher expectations for design, and helped further shape language around the balancing of intensity and natural open space.

Additionally, the Town, as applicant, worked with the subject site property owner to further gain input, and general acceptance of the changes made to the draft.

Staff also evaluated the subject site from outside the 500 foot notification area, and the additionally impacted are 3 homes noted below. These homes look down on the subject site from an elevated location. The home with the most impacted view is also owned by the subject site owner. Views and impacts from these homes will need to be taken into account, especially pertaining to lighting as well as sound.



As the Planning and Zoning Commission and Town Council review this information. It should be noted, this is a General Plan Amendment, and is meant to establish use, and the general parameters of exception of use on the site. Many issues brought up will need to be further vetted through the site plan and zoning process including:

- Details of adequate buffering and setbacks
 - In particular adjacent to the Ellison and Grenley homes
- Light and noise requirements
- Positioning of intensity and density of development from the intersection towards the existing homes
- Ensuring the design and architecture meet the expectations for a high quality development
- The development something Carefree is proud of to have as a gateway to the Town of Carefree